


STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING						FORM 3 AMENDED REPORT <input type="checkbox"/>							
APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER LC Tribal 1-17D-47							
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT WILDCAT							
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME							
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164							
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202						9. OPERATOR E-MAIL BHilgers@billbarrettcorp.com							
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 2OG0005500			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>							
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Jim and Norma Fosgate						14. SURFACE OWNER PHONE (if box 12 = 'fee') 435-654-0218							
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 4750 E 1200 S, ,						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')							
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') Uintah and Ouray			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>							
20. LOCATION OF WELL		FOOTAGES		QTR-QTR		SECTION		TOWNSHIP		RANGE		MERIDIAN	
LOCATION AT SURFACE		681 FNL 564 FEL		NENE		17		4.0 S		7.0 W		U	
Top of Uppermost Producing Zone		810 FNL 810 FEL		NENE		17		4.0 S		7.0 W		U	
At Total Depth		810 FNL 810 FEL		NENE		17		4.0 S		7.0 W		U	
21. COUNTY DUCHESNE			22. DISTANCE TO NEAREST LEASE LINE (Feet) 810			23. NUMBER OF ACRES IN DRILLING UNIT 640							
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 15990			26. PROPOSED DEPTH MD: 7522 TVD: 7510							
27. ELEVATION - GROUND LEVEL 6145			28. BOND NUMBER LPM8874725			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-180							
Hole, Casing, and Cement Information													
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement		Sacks	Yield	Weight		
Cond	26	16	0 - 80	65.0	Unknown	8.8	No Used		0	0.0	0.0		
Surf	12.25	9.625	0 - 1000	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown		100	3.16	11.0		
							Halliburton Premium , Type Unknown		210	1.36	14.8		
Prod	8.75	9.625	0 - 7522	17.0	P-110 LT&C	9.6	Unknown		640	2.31	11.0		
							Unknown		860	1.42	13.5		
ATTACHMENTS													
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES													
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER						<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN							
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)						<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER							
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)						<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP							
NAME Venessa Langmacher				TITLE Senior Permit Analyst				PHONE 303 312-8172					
SIGNATURE				DATE 03/14/2013				EMAIL vlangmacher@billbarrettcorp.com					
API NUMBER ASSIGNED 43013520960000				APPROVAL  Permit Manager									

BILL BARRETT CORPORATION

DRILLING PLAN

LC Tribal 1-17D-47

NE NE, 681' FNL and 564' FEL, Section 17, T4S-R7W, USB&M (surface hole)

NE NE, 810' FNL and 810' FEL, Section 17, T4S-R7W, USB&M (bottom hole)

Duchesne County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Green River	1,185'	1,185'
Lower Green River*	3,167'	3,160'
Douglas Creek	3,971'	3,960'
Black Shale	4,847'	4,835'
Castle Peak	4,972'	4,960'
Uteland Butte	5,347'	5,335'
Wasatch*	5,672'	5,660'
TD	7,522'	7,510'

*PROSPECTIVE PAY

The Wasatch and the Lower Green River are primary objectives for oil/gas.

Base of Useable Water = 2,758'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,000'	No pressure control required
1,000' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	1,000'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	Surface	TD	5 1/2"	17#	P-110	LT&C	New

Bill Barrett Corporation
Drilling Program
LC Tribal 1-17D-47
Duchesne County, Utah

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 100 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 500'
5 1/2" Production Casing	Lead: 640 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 300' Tail: 860 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 4,347'

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 1,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1,000' – TD	8.6 – 9.6	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3748 psi* and maximum anticipated surface pressure equals approximately 2096 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

Bill Barrett Corporation
Drilling Program
LC Tribal 1-17D-47
Duchesne County, Utah

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
 - b) Inside BOP or stab-in valve (available on rig floor)
 - c) Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W water right number 43-180.

11. Drilling Schedule

Location Construction:	November 2013
Spud:	November 2013
Duration:	15 days drilling time
	6 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: LC Tribal 1-17D-47

Surface Hole Data:

Total Depth:	1,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	274.0	ft ³
Lead Fill:	500'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	100
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Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	500'	

# SK's Tail:	210
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Production Hole Data:

Total Depth:	7,522'
Top of Cement:	500'
Top of Tail:	4,347'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1457.6	ft ³
Lead Fill:	3,847'	
Tail Volume:	1203.1	ft ³
Tail Fill:	3,175'	

Cement Data:

Lead Yield:	2.31	ft ³ /sk
Tail Yield:	1.42	ft ³ /sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	640
# SK's Tail:	860

LC Tribal 1-17D-47 Proposed Cementing Program
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<u>Job Recommendation</u>	<u>Surface Casing</u>		
Lead Cement - (500' - 0')			
Halliburton Light Premium	Fluid Weight:	11.0	lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield:	3.16	ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid:	19.48	Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid:	0'	
2.0% Bentonite	Calculated Fill:	500'	
	Volume:	48.80	bbl
	Proposed Sacks:	100	sks
Tail Cement - (TD - 500')			
Premium Cement	Fluid Weight:	14.8	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.36	ft ³ /sk
	Total Mixing Fluid:	6.37	Gal/sk
	Top of Fluid:	500'	
	Calculated Fill:	500'	
	Volume:	48.80	bbl
	Proposed Sacks:	210	sks

<u>Job Recommendation</u>	<u>Production Casing</u>		
Lead Cement - (4347' - 500')			
Tuned Light™ System	Fluid Weight:	11.0	lbm/gal
	Slurry Yield:	2.31	ft³/sk
	Total Mixing Fluid:	10.65	Gal/sk
	Top of Fluid:	500'	
	Calculated Fill:	3,847'	
	Volume:	259.59	bbl
	Proposed Sacks:	640	sks
Tail Cement - (7522' - 4347')			
Econocem™ System	Fluid Weight:	13.5	lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield:	1.42	ft³/sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid:	6.61	Gal/sk
	Top of Fluid:	4,347'	
	Calculated Fill:	3,175'	
	Volume:	214.26	bbl
	Proposed Sacks:	860	sks

T4S, R7W, U.S.B.&M.

BILL BARRETT CORPORATION

Well location, LC TRIBAL #1-17D-47, located as shown in the NE 1/4 NE 1/4 of Section 17, T4S, R7W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

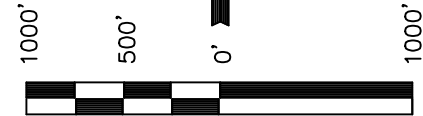
SPOT ELEVATION AT A ROAD INTERSECTION LOCATED IN THE NW 1/4 OF SECTION 36, T3S, R6W, U.S.B.&M., TAKEN FROM THE RABBIT GULCH QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5904 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

LINE TABLE

LINE	DIRECTION	LENGTH
L1	S61°50'01"W	276.49'



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

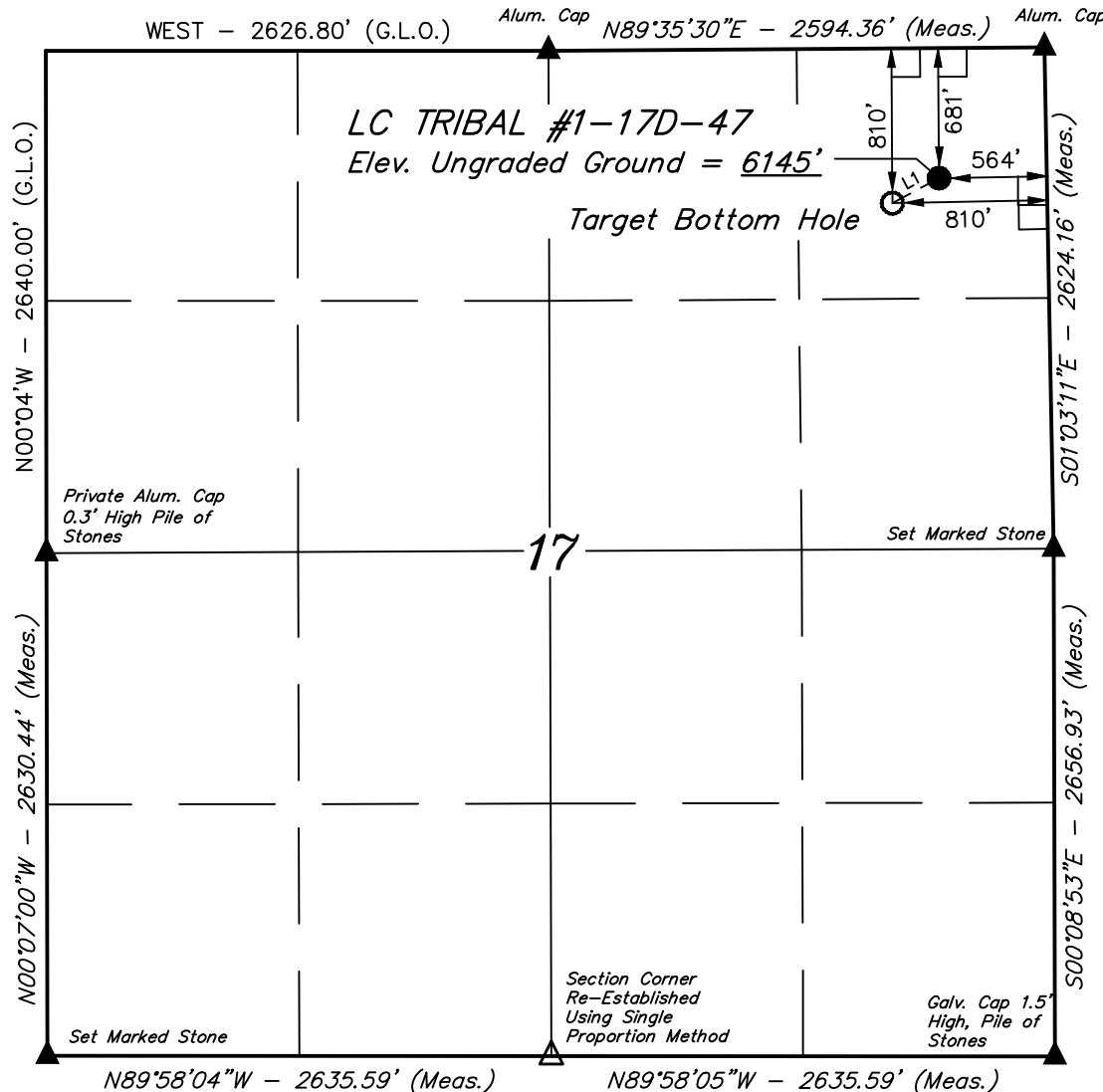
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REVISED: 03-14-13 K.O.
REVISED: 02-20-13 K.O.
REVISED: 12-02-08

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 10-17-08	DATE DRAWN: 11-12-08
PARTY D.R. A.H. C.H.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	

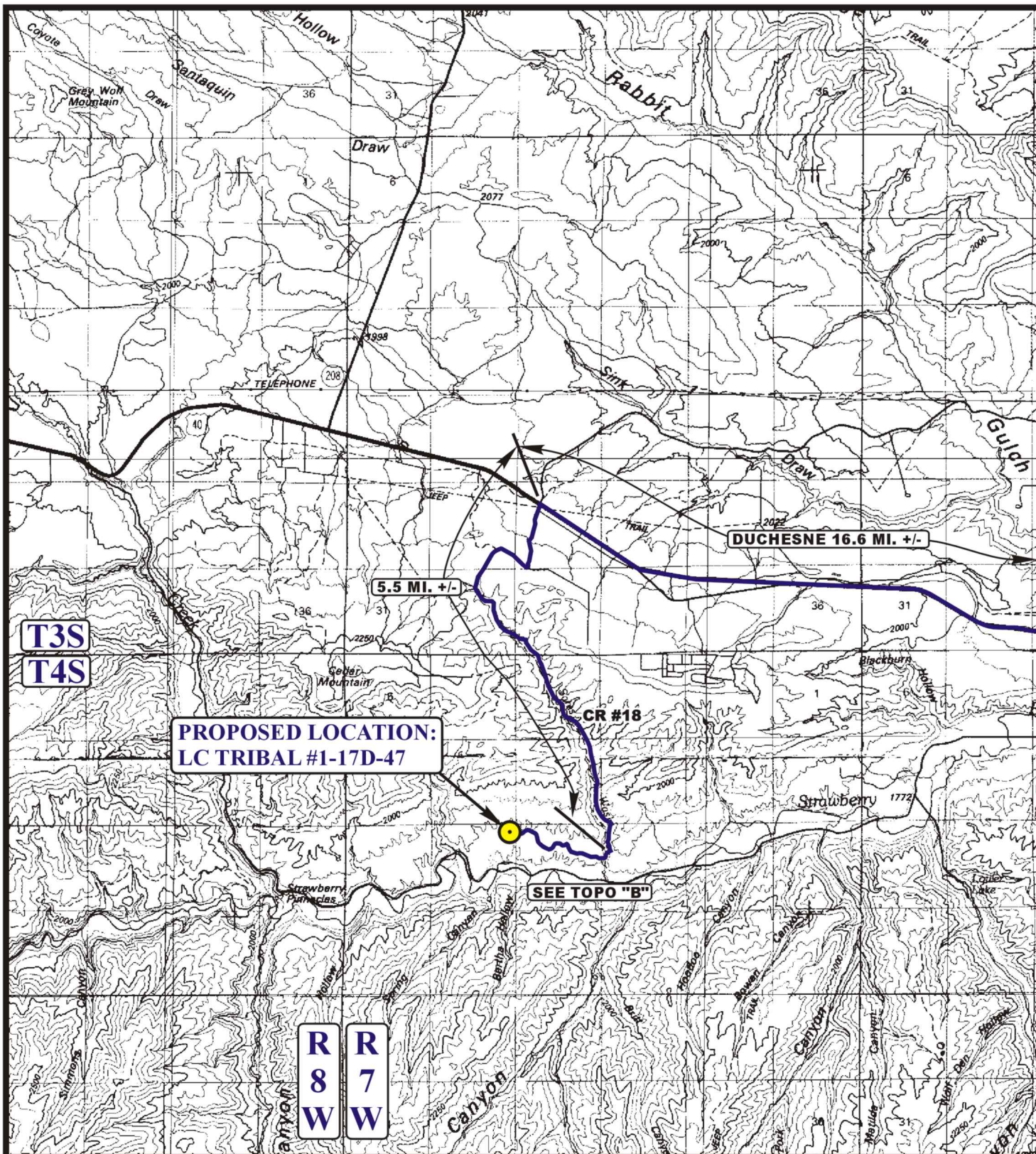
RECEIVED: March 14, 2013



LEGEND:

- └─┘ = 90° SYMBOL
● = PROPOSED WELL HEAD.
▲ = SECTION CORNERS LOCATED.
△ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground.)

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°08'16.30" (40.137861)	LATITUDE = 40°08'17.59" (40.138219)
LONGITUDE = 110°41'32.51" (110.692364)	LONGITUDE = 110°41'29.37" (110.691492)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°08'16.46" (40.137906)	LATITUDE = 40°08'17.75" (40.138264)
LONGITUDE = 110°41'29.94" (110.691650)	LONGITUDE = 110°41'26.80" (110.690778)



LEGEND:

PROPOSED LOCATION



BILL BARRETT CORPORATION

LC TRIBAL #1-17D-47
SECTION 17, T4S, R7W, U.S.B.&M.
681' FNL 564' FEL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

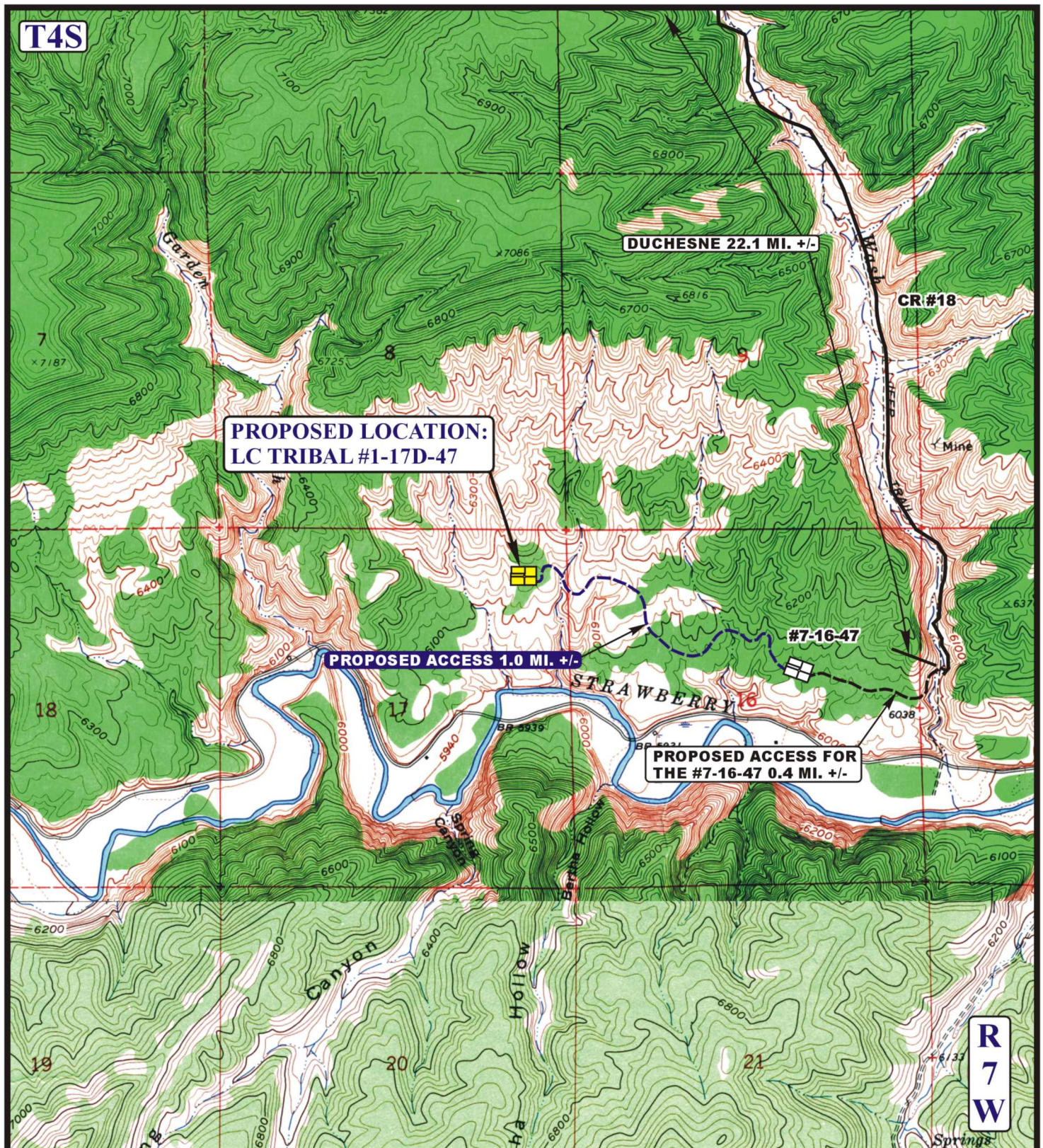
11 10 08
MONTH DAY YEAR

SCALE: 1:100,000

DRAWN BY: J.H.

REV: 03-14-13 A.T.





LEGEND:

— EXISTING ROAD
- - - PROPOSED ACCESS ROAD

BILL BARRETT CORPORATION

**LC TRIBAL #1-17D-47
SECTION 17, T4S, R7W, U.S.B.&M.
681' FNL 564' FEL**



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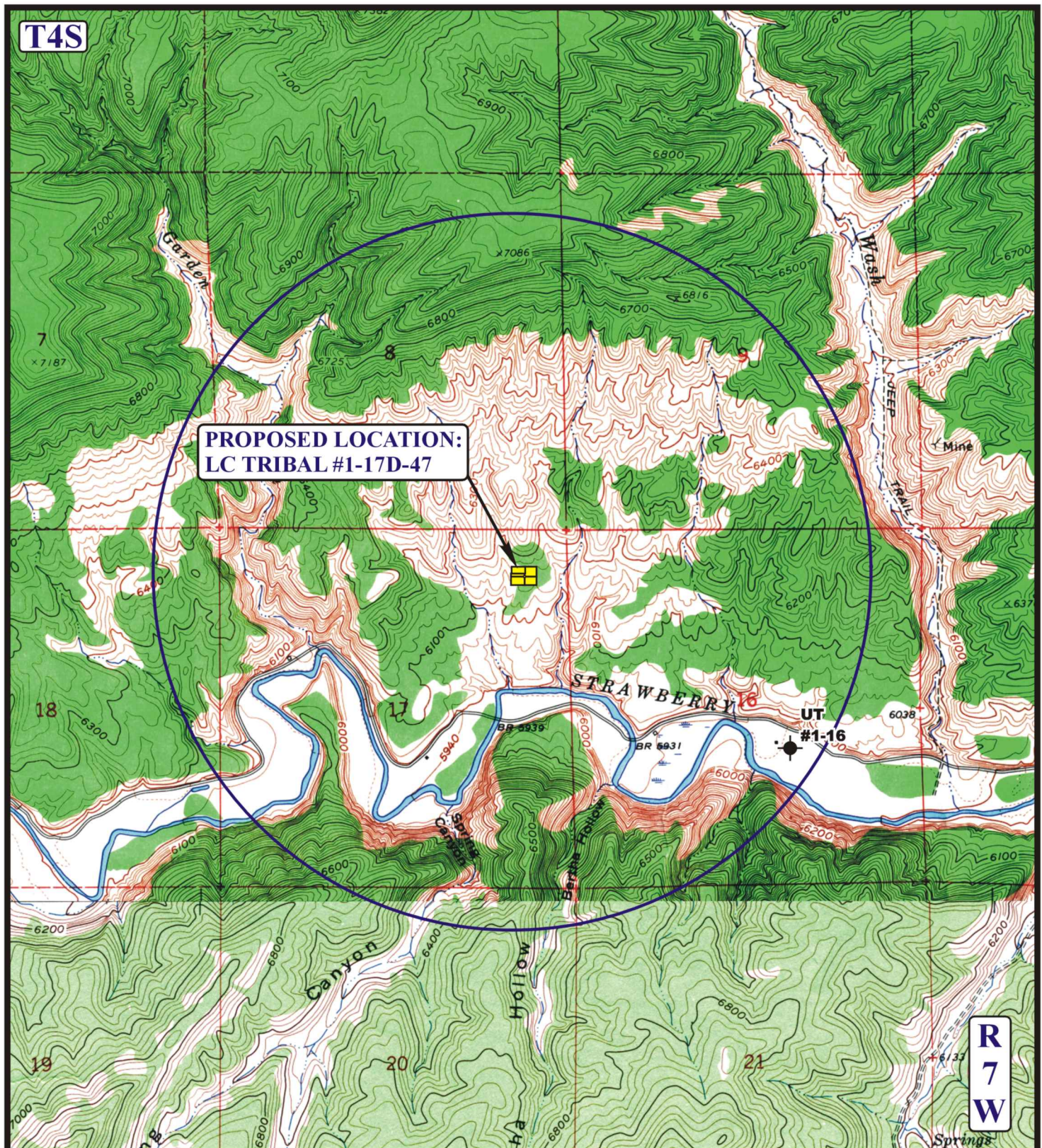


**TOPOGRAPHIC
MAP**

11 10 08
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.H. REV: 03-14-13 A.T.

**B
TOPO**

**LEGEND:**

- | | |
|-------------------|-------------------------|
| ⊗ DISPOSAL WELLS | ⊗ WATER WELLS |
| ● PRODUCING WELLS | ● ABANDONED WELLS |
| ● SHUT IN WELLS | ● TEMPORARILY ABANDONED |

**BILL BARRETT CORPORATION**

LC TRIBAL #1-17D-47
SECTION 17, T4S, R7W, U.S.B.&M.
681' FNL 564' FEL



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TOPOGRAPHIC
MAP

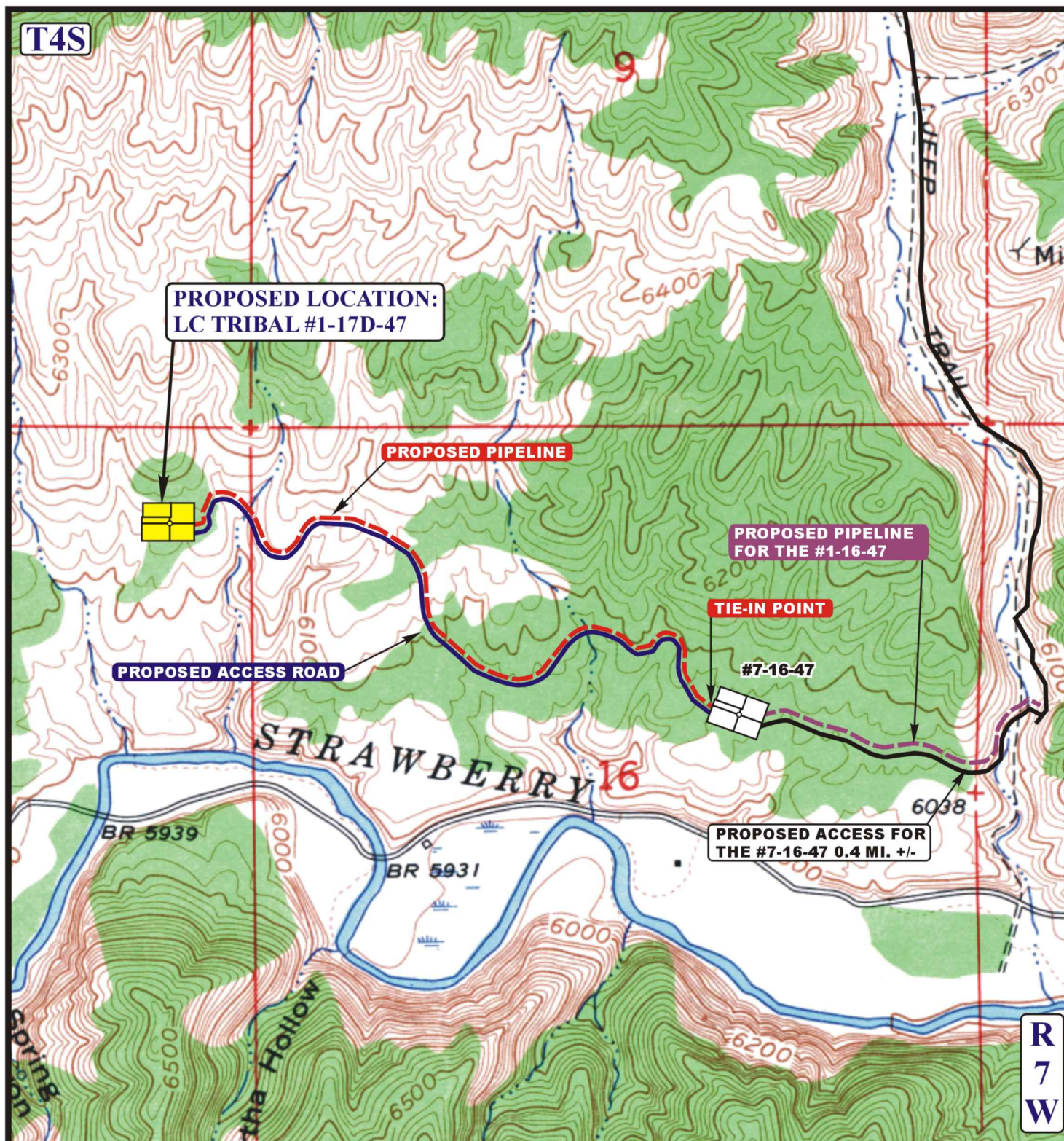
11 10 08
 MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: J.H.

REV: 03-14-13 A.T.





APPROXIMATE TOTAL PIPELINE DISTANCE = 5,314' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- - - - - PROPOSED PIPELINE
- - - - - PROPOSED PIPELINE
(SERVICING OTHER WELLS)



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BILL BARRETT CORPORATION

LC TRIBAL #1-17D-47
SECTION 17, T4S, R7W, U.S.B.&M.
681' FNL 564' FEL

**TOPOGRAPHIC
MAP**

11 10 08
MONTH DAY YEAR

SCALE: 1" = 1000'

DRAWN BY: J.H.

REV: 03-14-13 A.T.

**D
TOPO**



Bill Barrett Corporation

SITE DETAILS: 1-17-47 LC Tribal
Lake CanyonSite Latitude: 40° 8' 17.750 N
Site Longitude: 110° 41' 26.801 W**COMPANY DETAILS: BILL BARRETT CORP**

Calculation Method: Minimum Curvature
 Error System: ISCWSA
 Scan Method: Closest Approach 3D
 Error Surface: Elliptical Conic
 Warning Method: Error Ratio

Positional Uncertainty: 0.0
 Convergence: 0.52
 Local North: True

WELL DETAILS: 1-17-47 LC Tribal

Ground Level: 6143.0
 +N/-S +E/-W Northing Easting Latitude Longitude Slot
 0.0 0.0 658431.39 2226239.30 40° 8' 17.750 N 110° 41' 26.801 W

WELLBORE TARGET DETAILS (LAT/LONG)

Name	TVD	+N/-S	+E/-W	Latitude	Longitude	Shape
1-17-47 LC Tribal 3PT MKR	4460.0	-130.4	-243.8	40° 8' 16.462 N	110° 41' 29.940 W	Rectangle (Sides: L200.0 W200.0)
1-17-47 LC Tribal PBHL	7510.0	-130.4	-243.8	40° 8' 16.462 N	110° 41' 29.940 W	Rectangle (Sides: L200.0 W200.0)

SECTION DETAILS

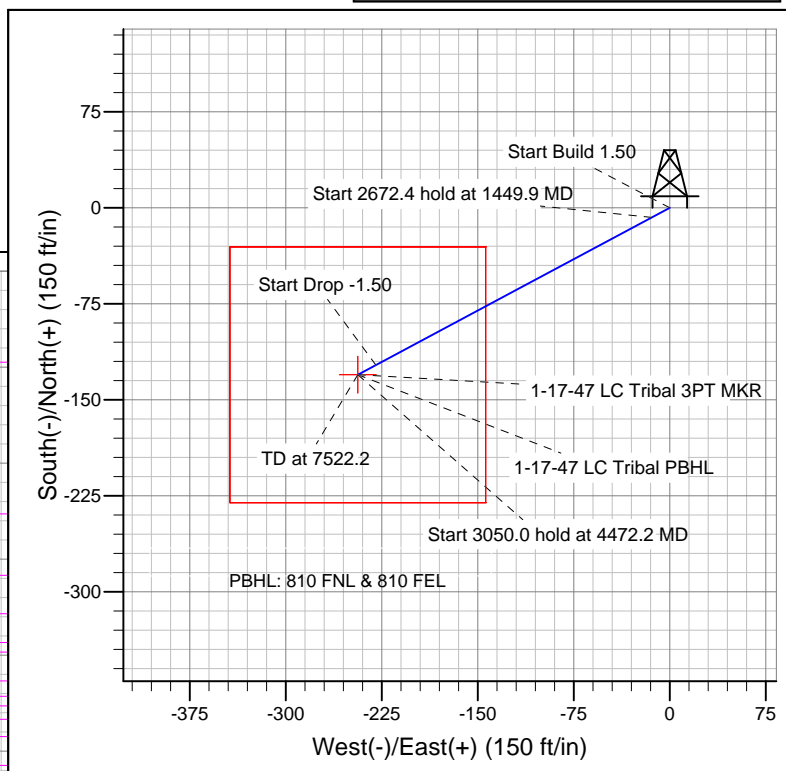
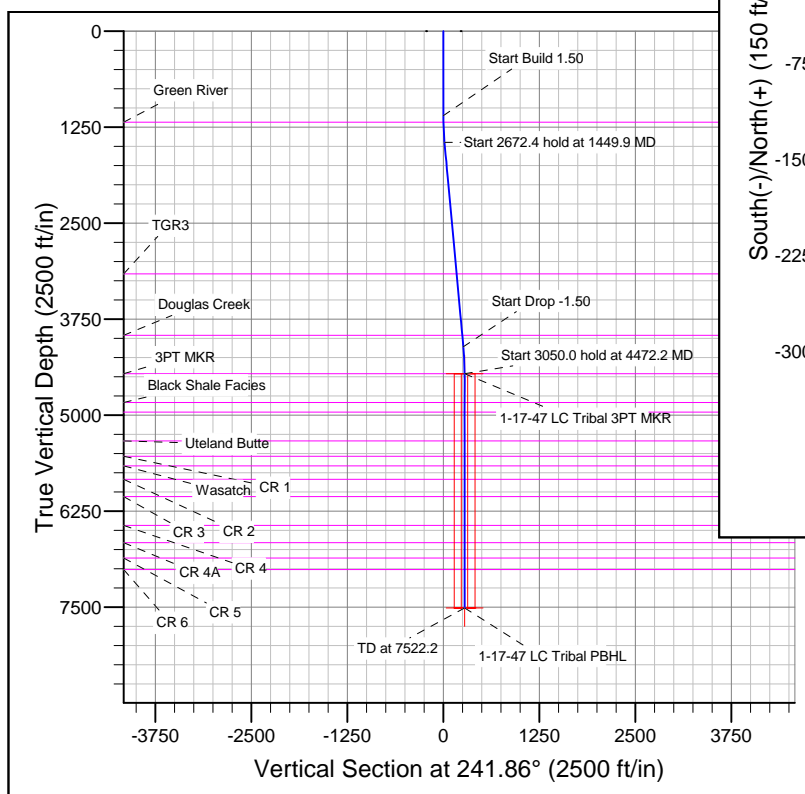
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	1100.0	0.00	0.00	1100.0	0.0	0.0	0.00	0.00	0.0	
3	1449.9	5.25	241.86	1449.4	-7.6	-14.1	1.50	241.86	16.0	
4	4122.3	5.25	241.86	4110.6	-122.8	-229.7	0.00	0.00	260.5	
5	4472.2	0.00	0.00	4460.0	-130.4	-243.8	1.50	180.00	276.5	1-17-47 LC Tribal 3PT MKR
6	7522.2	0.00	0.00	7510.0	-130.4	-243.8	0.00	0.00	276.5	1-17-47 LC Tribal PBHL

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
1185.0	1185.0	Green River
3160.0	3167.7	TGR3
3960.0	3971.1	Douglas Creek
4460.0	4472.2	3PT MKR
4835.0	4847.2	Black Shale Facies
4960.0	4972.2	Castle Peak
5335.0	5347.2	Uteland Butte
5535.0	5547.2	CR 1
5660.0	5672.2	Wasatch
5835.0	5847.2	CR 2
6060.0	6072.2	CR 3
6435.0	6447.2	CR 4
6660.0	6672.2	CR 4A
6860.0	6872.2	CR 5
7010.0	7022.2	CR 6

CASING DETAILS

No casing data is available



Azimuths to True North
 Magnetic North: 11.35°

Magnetic Field
 Strength: 52053.8nT
 Dip Angle: 65.70°
 Date: 3/14/2013
 Model: IGRF2010

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 1-17-47 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6158.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6158.0ft (Original Well Elev)
Site:	1-17-47 LC Tribal	North Reference:	True
Well:	1-17-47 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Project	DUCHESNE COUNTY, UT (NAD 27)		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Ground Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah Central 4302		

Site	1-17-47 LC Tribal			
Site Position:		Northing:	658,431.40 ft	Latitude: 40° 8' 17.750 N
From:	Lat/Long	Easting:	2,226,239.30 ft	Longitude: 110° 41' 26.801 W
Position Uncertainty:	0.0 ft	Slot Radius:	"	Grid Convergence: 0.52 °

Well	1-17-47 LC Tribal			
Well Position	+N/-S	0.0 ft	Northing:	658,431.39 ft
	+E/-W	0.0 ft	Easting:	2,226,239.30 ft
Position Uncertainty		0.0 ft	Wellhead Elevation:	ft
			Ground Level:	6,143.0 ft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	3/14/2013	11.36	65.70	52,054

Design	Design #1			
Audit Notes:				
Version:	Phase:	PLAN	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD)	+N/-S	+E/-W	Direction
	(ft)	(ft)	(ft)	(°)
	0.0	0.0	0.0	241.86

Plan Sections										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,100.0	0.00	0.00	1,100.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,449.9	5.25	241.86	1,449.4	-7.6	-14.1	1.50	1.50	0.00	241.86	
4,122.3	5.25	241.86	4,110.6	-122.8	-229.7	0.00	0.00	0.00	0.00	
4,472.2	0.00	0.00	4,460.0	-130.4	-243.8	1.50	-1.50	0.00	180.00	1-17-47 LC Tribal 3P1
7,522.2	0.00	0.00	7,510.0	-130.4	-243.8	0.00	0.00	0.00	0.00	1-17-47 LC Tribal PBI

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 1-17-47 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6158.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6158.0ft (Original Well Elev)
Site:	1-17-47 LC Tribal	North Reference:	True
Well:	1-17-47 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey									
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00
100.0	0.00	0.00	100.0	0.0	0.0	0.0	0.00	0.00	0.00
200.0	0.00	0.00	200.0	0.0	0.0	0.0	0.00	0.00	0.00
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	0.00
400.0	0.00	0.00	400.0	0.0	0.0	0.0	0.00	0.00	0.00
500.0	0.00	0.00	500.0	0.0	0.0	0.0	0.00	0.00	0.00
600.0	0.00	0.00	600.0	0.0	0.0	0.0	0.00	0.00	0.00
700.0	0.00	0.00	700.0	0.0	0.0	0.0	0.00	0.00	0.00
800.0	0.00	0.00	800.0	0.0	0.0	0.0	0.00	0.00	0.00
900.0	0.00	0.00	900.0	0.0	0.0	0.0	0.00	0.00	0.00
1,000.0	0.00	0.00	1,000.0	0.0	0.0	0.0	0.00	0.00	0.00
1,100.0	0.00	0.00	1,100.0	0.0	0.0	0.0	0.00	0.00	0.00
Start Build 1.50									
1,185.0	1.28	241.86	1,185.0	-0.4	-0.8	0.9	1.50	1.50	0.00
Green River									
1,200.0	1.50	241.86	1,200.0	-0.6	-1.2	1.3	1.50	1.50	0.00
1,300.0	3.00	241.86	1,299.9	-2.5	-4.6	5.2	1.50	1.50	0.00
1,400.0	4.50	241.86	1,399.7	-5.6	-10.4	11.8	1.50	1.50	0.00
1,449.9	5.25	241.86	1,449.4	-7.6	-14.1	16.0	1.50	1.50	0.00
Start 2672.4 hold at 1449.9 MD									
1,500.0	5.25	241.86	1,499.3	-9.7	-18.2	20.6	0.00	0.00	0.00
1,600.0	5.25	241.86	1,598.9	-14.0	-26.2	29.7	0.00	0.00	0.00
1,700.0	5.25	241.86	1,698.5	-18.3	-34.3	38.9	0.00	0.00	0.00
1,800.0	5.25	241.86	1,798.0	-22.7	-42.4	48.0	0.00	0.00	0.00
1,900.0	5.25	241.86	1,897.6	-27.0	-50.4	57.2	0.00	0.00	0.00
2,000.0	5.25	241.86	1,997.2	-31.3	-58.5	66.3	0.00	0.00	0.00
2,100.0	5.25	241.86	2,096.8	-35.6	-66.6	75.5	0.00	0.00	0.00
2,200.0	5.25	241.86	2,196.4	-39.9	-74.6	84.6	0.00	0.00	0.00
2,300.0	5.25	241.86	2,295.9	-44.2	-82.7	93.8	0.00	0.00	0.00
2,400.0	5.25	241.86	2,395.5	-48.5	-90.8	102.9	0.00	0.00	0.00
2,500.0	5.25	241.86	2,495.1	-52.9	-98.8	112.1	0.00	0.00	0.00
2,600.0	5.25	241.86	2,594.7	-57.2	-106.9	121.2	0.00	0.00	0.00
2,700.0	5.25	241.86	2,694.3	-61.5	-115.0	130.4	0.00	0.00	0.00
2,800.0	5.25	241.86	2,793.9	-65.8	-123.0	139.5	0.00	0.00	0.00
2,900.0	5.25	241.86	2,893.4	-70.1	-131.1	148.7	0.00	0.00	0.00
3,000.0	5.25	241.86	2,993.0	-74.4	-139.2	157.8	0.00	0.00	0.00
3,100.0	5.25	241.86	3,092.6	-78.7	-147.2	167.0	0.00	0.00	0.00
3,167.7	5.25	241.86	3,160.0	-81.7	-152.7	173.1	0.00	0.00	0.00
TGR3									
3,200.0	5.25	241.86	3,192.2	-83.1	-155.3	176.1	0.00	0.00	0.00
3,300.0	5.25	241.86	3,291.8	-87.4	-163.3	185.2	0.00	0.00	0.00
3,400.0	5.25	241.86	3,391.3	-91.7	-171.4	194.4	0.00	0.00	0.00
3,500.0	5.25	241.86	3,490.9	-96.0	-179.5	203.5	0.00	0.00	0.00
3,600.0	5.25	241.86	3,590.5	-100.3	-187.5	212.7	0.00	0.00	0.00
3,700.0	5.25	241.86	3,690.1	-104.6	-195.6	221.8	0.00	0.00	0.00
3,800.0	5.25	241.86	3,789.7	-108.9	-203.7	231.0	0.00	0.00	0.00
3,900.0	5.25	241.86	3,889.2	-113.3	-211.7	240.1	0.00	0.00	0.00
3,971.1	5.25	241.86	3,960.0	-116.3	-217.5	246.6	0.00	0.00	0.00
Douglas Creek									
4,000.0	5.25	241.86	3,988.8	-117.6	-219.8	249.3	0.00	0.00	0.00
4,100.0	5.25	241.86	4,088.4	-121.9	-227.9	258.4	0.00	0.00	0.00
4,122.3	5.25	241.86	4,110.6	-122.8	-229.7	260.5	0.00	0.00	0.00
Start Drop -1.50									

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 1-17-47 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6158.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6158.0ft (Original Well Elev)
Site:	1-17-47 LC Tribal	North Reference:	True
Well:	1-17-47 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey									
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
4,200.0	4.08	241.86	4,188.0	-125.8	-235.2	266.8	1.50	-1.50	0.00
4,300.0	2.58	241.86	4,287.9	-128.6	-240.4	272.6	1.50	-1.50	0.00
4,400.0	1.08	241.86	4,387.8	-130.1	-243.2	275.8	1.50	-1.50	0.00
4,472.2	0.00	0.00	4,460.0	-130.4	-243.8	276.5	1.50	-1.50	0.00
Start 3050.0 hold at 4472.2 MD - 3PT MKR									
4,500.0	0.00	0.00	4,487.8	-130.4	-243.8	276.5	0.00	0.00	0.00
4,600.0	0.00	0.00	4,587.8	-130.4	-243.8	276.5	0.00	0.00	0.00
4,700.0	0.00	0.00	4,687.8	-130.4	-243.8	276.5	0.00	0.00	0.00
4,800.0	0.00	0.00	4,787.8	-130.4	-243.8	276.5	0.00	0.00	0.00
4,847.2	0.00	0.00	4,835.0	-130.4	-243.8	276.5	0.00	0.00	0.00
Black Shale Facies									
4,900.0	0.00	0.00	4,887.8	-130.4	-243.8	276.5	0.00	0.00	0.00
4,972.2	0.00	0.00	4,960.0	-130.4	-243.8	276.5	0.00	0.00	0.00
Castle Peak									
5,000.0	0.00	0.00	4,987.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,100.0	0.00	0.00	5,087.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,200.0	0.00	0.00	5,187.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,300.0	0.00	0.00	5,287.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,347.2	0.00	0.00	5,335.0	-130.4	-243.8	276.5	0.00	0.00	0.00
Uteland Butte									
5,400.0	0.00	0.00	5,387.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,500.0	0.00	0.00	5,487.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,547.2	0.00	0.00	5,535.0	-130.4	-243.8	276.5	0.00	0.00	0.00
CR 1									
5,600.0	0.00	0.00	5,587.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,672.2	0.00	0.00	5,660.0	-130.4	-243.8	276.5	0.00	0.00	0.00
Wasatch									
5,700.0	0.00	0.00	5,687.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,800.0	0.00	0.00	5,787.8	-130.4	-243.8	276.5	0.00	0.00	0.00
5,847.2	0.00	0.00	5,835.0	-130.4	-243.8	276.5	0.00	0.00	0.00
CR 2									
5,900.0	0.00	0.00	5,887.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,000.0	0.00	0.00	5,987.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,072.2	0.00	0.00	6,060.0	-130.4	-243.8	276.5	0.00	0.00	0.00
CR 3									
6,100.0	0.00	0.00	6,087.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,200.0	0.00	0.00	6,187.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,300.0	0.00	0.00	6,287.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,400.0	0.00	0.00	6,387.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,447.2	0.00	0.00	6,435.0	-130.4	-243.8	276.5	0.00	0.00	0.00
CR 4									
6,500.0	0.00	0.00	6,487.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,600.0	0.00	0.00	6,587.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,672.2	0.00	0.00	6,660.0	-130.4	-243.8	276.5	0.00	0.00	0.00
CR 4A									
6,700.0	0.00	0.00	6,687.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,800.0	0.00	0.00	6,787.8	-130.4	-243.8	276.5	0.00	0.00	0.00
6,872.2	0.00	0.00	6,860.0	-130.4	-243.8	276.5	0.00	0.00	0.00
CR 5									
6,900.0	0.00	0.00	6,887.8	-130.4	-243.8	276.5	0.00	0.00	0.00
7,000.0	0.00	0.00	6,987.8	-130.4	-243.8	276.5	0.00	0.00	0.00
7,022.2	0.00	0.00	7,010.0	-130.4	-243.8	276.5	0.00	0.00	0.00

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 1-17-47 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6158.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6158.0ft (Original Well Elev)
Site:	1-17-47 LC Tribal	North Reference:	True
Well:	1-17-47 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
CR 6									
7,100.0	0.00	0.00	7,087.8	-130.4	-243.8	276.5	0.00	0.00	0.00
7,200.0	0.00	0.00	7,187.8	-130.4	-243.8	276.5	0.00	0.00	0.00
7,300.0	0.00	0.00	7,287.8	-130.4	-243.8	276.5	0.00	0.00	0.00
7,400.0	0.00	0.00	7,387.8	-130.4	-243.8	276.5	0.00	0.00	0.00
7,500.0	0.00	0.00	7,487.8	-130.4	-243.8	276.5	0.00	0.00	0.00
7,522.2	0.00	0.00	7,510.0	-130.4	-243.8	276.5	0.00	0.00	0.00
TD at 7522.2									

Targets**Target Name**

- hit/miss target	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
- Shape									
1-17-47 LC Tribal 3PT M	0.00	0.00	4,460.0	-130.4	-243.8	658,298.80	2,225,996.69	40° 8' 16.462 N	110° 41' 29.940 W
- plan hits target									
- Rectangle (sides W200.0 H200.0 D3,050.0)									
1-17-47 LC Tribal PBHL	0.00	0.00	7,510.0	-130.4	-243.8	658,298.80	2,225,996.69	40° 8' 16.462 N	110° 41' 29.940 W
- plan hits target									
- Rectangle (sides W200.0 H200.0 D0.0)									

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
1,185.0	1,185.0	Green River		0.00	
3,167.7	3,160.0	TGR3		0.00	
3,971.1	3,960.0	Douglas Creek		0.00	
4,472.2	4,460.0	3PT MKR		0.00	
4,847.2	4,835.0	Black Shale Facies		0.00	
4,972.2	4,960.0	Castle Peak		0.00	
5,347.2	5,335.0	Uteland Butte		0.00	
5,547.2	5,535.0	CR 1		0.00	
5,672.2	5,660.0	Wasatch		0.00	
5,847.2	5,835.0	CR 2		0.00	
6,072.2	6,060.0	CR 3		0.00	
6,447.2	6,435.0	CR 4		0.00	
6,672.2	6,660.0	CR 4A		0.00	
6,872.2	6,860.0	CR 5		0.00	
7,022.2	7,010.0	CR 6		0.00	

Bill Barrett Corp

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 1-17-47 LC Tribal
Company:	BILL BARRETT CORP	TVD Reference:	KB @ 6158.0ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	KB @ 6158.0ft (Original Well Elev)
Site:	1-17-47 LC Tribal	North Reference:	True
Well:	1-17-47 LC Tribal	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	Design #1		

Plan Annotations					
Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment	
		+N/-S (ft)	+E/-W (ft)		
1,100.0	1,100.0	0.0	0.0	Start Build 1.50	
1,449.9	1,449.4	-7.6	-14.1	Start 2672.4 hold at 1449.9 MD	
4,122.3	4,110.6	-122.8	-229.7	Start Drop -1.50	
4,472.2	4,460.0	-130.4	-243.8	Start 3050.0 hold at 4472.2 MD	
7,522.2	7,510.0	-130.4	-243.8	TD at 7522.2	

Ent 449474 Bk A656 Pg 413
 Date: 05-SEP-2012 10:22:55AM
 Fee: \$26.00 Check
 Filed By: CBM
 CREDITED TO: Turner
 DUCHESNE COUNTY CORPORATION
 For: TURNER PETROLEUM LAND SERVICE
 S

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT (the "*Agreement*") is made and entered into this 5th day of April, 2012, by and between James W. Fosgate, Trustee of the James W. Fosgate Living Trust dated November 5, 2004 and Norma Fosgate, Trustee of the Norma Fosgate Living Trust dated November 5, 2004, whose address is 4750 East 1200 South, Heber City, Utah 84032-3551 (collectively the "*Surface Owner*"), and, Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("*BBC*"). Surface Owner and BBC are sometimes referred to in this Agreement individually as a "*Party*" and collectively as the "*Parties*".

RECITALS:

A. WHEREAS, Surface Owner is the owner of certain lands located within Section 17, Township 4 South, Range 7 West, USM, of Duchesne County, Utah;

B. WHEREAS, BBC owns undivided interests in certain oil and gas leases ("*Leases*") covering and affecting Section 17, Township 4 South, Range 7 West, USM, of Duchesne County, Utah;

C. WHEREAS, such leases grant to BBC certain rights and privileges of ingress, egress, exploring, drilling, operating for, producing and owning oil and gas as set out more fully in the Leases;

D. WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #1-17-47-DLB at a legal drill-site location on lands owned by Surface Owner within the NE1/4NE1/4 of Section 17, Township 4 South, Range 7 West, USM, Duchesne County, Utah; and,

E. WHEREAS, BBC has agreed to reimburse Surface Owner for damages and injuries to all crops, timber, fences and other improvements located on the surface which results from BBC's operations hereunder, and Surface Owner has agreed to consent to BBC's access to the property, upon the terms and conditions set forth herein.

AGREEMENT:

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. Consideration. Upon execution of this Agreement, BBC shall pay to Surface Owner that certain amount set forth in the side letter as consideration for this Agreement, and as payment for surface damages as set forth herein.

2. Surface Owner Waiver. Surface Owner does hereby release BBC, its agents, employees, licensees, permittees, successors and assigns from all claims for damages as hereinafter provided, which are occasioned by any drilling, testing, completing, producing, operating, reworking and abandoning operations conducted by BBC in accordance with the Leases, its permits and applicable law and regulations at the above mentioned well, and Surface Owner agrees to accept in lieu of any such future claims the agreed upon payment provided for in Section 1 of this Agreement. The consideration paid by BBC to Surface Owner is accepted by Surface Owner as full and final satisfaction for any and all damages and claims for damages to the surface of the land as further described on Exhibits "A" and "B" attached, which result from any of BBC's operations conducted in accordance with the BBC's permits, and applicable law and regulation, and privileges granted under the above Leases.

This waiver of claims for damages expressly excludes any damages resulting from actions or operations by BBC, its agents, employees, licensees, permittees, successors and assigns in violation of the Leases, BBC's permits, and applicable law and regulations. Furthermore, this waiver does not relieve BBC of complying with all applicable operational and reclamation requirements under applicable law and regulations.

3. Surface Access/Improvements. In conjunction with and in recognition of those access rights created under the Leases, Surface Owner does hereby grant and convey unto BBC, its successors and assigns, the right, at any time and from time to time, to (1) enter upon the premises as shown on Exhibit "A" attached hereto, and construct and maintain such roadways, bridges, and other means of access as are necessary to enable BBC, on said location, to erect all necessary surface equipment, including but not limited to separators and tank battery storage facilities and other related facilities (collectively the "**Improvements**") for the operating of the subject well or any other well(s) operated by BBC in the general area (said wellsite and road shall be located as shown on Exhibit "A" attached hereto), and (2) lay, construct, reconstruct, replace, renew, operate, maintain, repair, change the size of, and remove a pipeline or pipelines (the "**Pipelines**") for the transportation of oil, petroleum or any of its products, gas, water, saltwater and other substances, or any byproducts thereof, along, over, through, upon under and across the route of any such lines constructed hereunder, together with rights of ingress and egress to and from said line or lines for the purposes aforesaid. Such Pipelines shall be buried to a depth of at least three feet below the surface. Such pipeline or pipelines to be constructed within the boundaries of the right-of-way granted herein as shown on Exhibit "B" attached hereto. Such Improvements and Pipelines shall be installed in such a manner as not to unreasonably interfere with Surface Owner's use of its property. BBC shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

Surface Owner's consent provided for herein shall automatically expire upon the termination or cancellation of BBC's rights under the Leases, subject to BBC's rights and obligations to remove the Improvements and Pipelines, and reclaim the subject property as set forth in Section 5.

4. Use of Additional Surface Owner Lands. Nothing herein shall alter or affect the rights of either party hereto with respect to surface use or disturbance of Surface Owner's land surrounding the drillsite locations as shown on Exhibit "A" attached hereto, and BBC agrees to give Surface Owner advance written notice of its intended use of any such surrounding land before commencing any operations thereon pursuant to its rights. Compensation for the use of any additional lands used by BBC shall be mutually agreed upon. Ent 449474 Bk A0656 Pl 0414

5. Reclamation. All reclamation activities shall be conducted by BBC in accordance with applicable law and regulation. Any topsoil which is removed by BBC on Surface Owner's land will be stockpiled at the drillsite and will be redistributed on the drillsite upon completion of all operations on Surface Owner's lands identified in Exhibit "A" and "B", and the land reseeded with grasses and/or native plants by BBC. All mud pits will be filled and material and debris will be removed from the drillsite upon completion of operations on Surface Owner's lands. BBC shall remove from the lands covered hereby, at any time during the term hereof or within six (6) months after the plugging and abandonment of the well drilled pursuant to this Agreement, any or all structures, pipes, equipment and other facilities placed on, over, under, through and across any lands covered hereby, excepting fences, culverts, and other land improvements required by the Surface Owner, and title thereto shall be vested in BBC at all times, and shall in no event be considered or construed as fixtures thereto.

BBC shall maintain all roads used pursuant to this Agreement and shall install culverts where necessary to insure adequate drainage from all roads. BBC shall repair any fences and gates damaged by them during the course of their operations on the lands subject to this Agreement. Surface Owner and their heirs or assigns shall have full access and use of any roads built pursuant to this Agreement.

6. Miscellaneous.

(a) Governing Law. The laws of the State of Utah will govern the validity, performance, and enforcement of this Agreement.

(b) Successors and Assigns. This Agreement shall inure to the benefit of the parties hereto, their heirs, successors and assigns and shall be a burden running with the land.

(c) Counterparts. This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

(d) Amendment. This Agreement may be modified, altered or amended only by agreement in writing executed by all parties hereto.

(e) No Rights in Third Parties. Except as expressly set forth herein, this Agreement does not create any rights in third parties.

(f) Attorneys' Fees. In the event any action, claim or proceeding is brought to enforce this Agreement, or because of an alleged dispute, breach, default or misrepresentation in connection with any of the provisions of this Agreement, the successful or prevailing party shall be entitled to recover reasonable attorneys' fees, and any other fees and costs incurred in the action, claim or other proceeding, in addition to any other relief to which such party may be entitled.

(g) Interpretation. The section headings contained herein are for convenience and reference only and shall not be deemed or construed to expand, limit, or otherwise affect the interpretation of any provision of this Agreement. The language of this Agreement shall be construed as a whole according to its fair meaning and not strictly for or against any of the parties.

(h) No Waiver. No provision of this Agreement shall be deemed or construed to have been waived by the Surface Owner or BBC (as the case may be) unless such waiver shall be reduced to writing and signed by the Surface Owner or BBC.

(i) Entire Agreement. This Agreement, along with the side letter referred to in Section 1, the exhibits and attachments hereto (which are incorporated in and made a part of this Agreement by this reference), sets forth the full agreement between the parties as of the date hereof.

[Signatures on Following Pages]

IN WITNESS WHEREOF, the parties have executed this Surface Damage and Right-of-Way Settlement Agreement effective as of the date first written above.

SURFACE OWNER:

By: James W. Fosgate
James W. Fosgate, Trustee

Ent 449474 Bk A0656 Pg 0416

By: Norma Fosgate
Norma Fosgate, Trustee

ACKNOWLEDGEMENTS

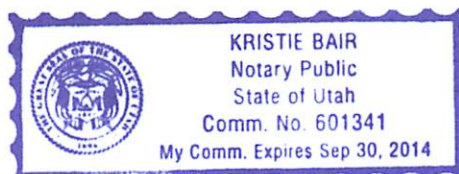
STATE OF Utah)

COUNTY OF Wasatch)

On the 2 day of Aug, 2012, personally appeared before me James W. Fosgate, Trustee, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purpose and consideration therein expressed.

Kristie Bair
Notary Public
Residing at:

My Commission Expires: 9/30/14



STATE OF Utah)

COUNTY OF Wasatch)

On the 2 day of Aug, 2012, personally appeared before me Norma Fosgate, Trustee, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.

Kristie Bair
Notary Public
Residing at:

Commission Expires: 9/30/14



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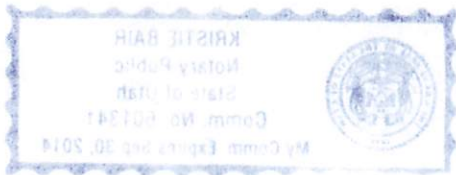
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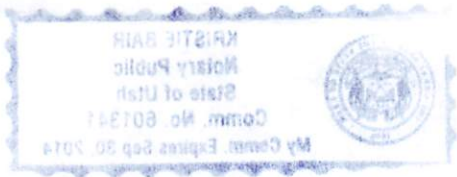
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BILL BARRETT CORPORATION

By: Clint W. Turner
Clint W. Turner
As Agent for Bill Barrett Corporation

Ent 449474 Bk A0656 Pg 0417

STATE OF UTAH)
)
COUNTY OF SALT LAKE)

On the 20th day of August, 2012, personally appeared before me _____
Clint W. Turner, who, being by me duly sworn, did say that he is the _____
Agent of Bill Barrett Corporation and that said instrument was signed in behalf of said
corporation by authority of a resolution of its Board of Directors and said
Clint W. Turner acknowledged to me that said corporation executed the same.

Erik Carlson
Notary Public
Residing at: DAVIS CO, UT

My Commission Expires: 1-31-2016

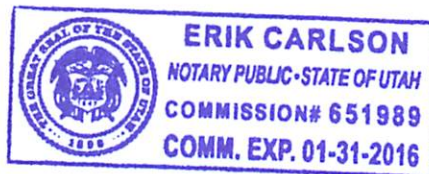


Exhibit A

[Attached]

Ent 449474 Bk A0656 Pg 0418

EXHIBIT "A"

HILL BARRETT CORPORATION
PIPELINE RIGHT-OF-WAY
ON FEE LANDS

(For #1-17-47 DLB)
LOCATED IN
SECTIONS 16 & 17, T4S, R7W, U.
DUCHESE COUNTY, UTAH

BASIS OF BEARINGS

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	ROADS
WILCOX INVESTMENT CO	681.79	0.004	RD 13
ORRIS A. DESSON TRUSTEE	3778.05	3.379	224.61
AM & MORRIS FORDAGE	500.50	0.400	5.18
			5.18

BEGINNING OF PIPELINE STA. 0+00 BEARS
 S20N17.5W 807.64' FROM THE WEST
 CORNER OF SECTION 17, T4S, R7E,
 U.S.G.M.

 P.O.P. STA. 43+12.07 BEARS
 N47N54.00E 2777.24' FROM THE WEST 1/4
 CORNER OF SECTION 18, T4S, R7E,
 U.S.G.M.

 END OF PIPELINE STA. 63+12.08 BEARS
 N79N53.07E 3181.04' FROM THE WEST 1/4
 CORNER OF SECTION 18, T4S, R7E,
 U.S.G.M.

**JIM & NORMA
FOSGATE**

USE AREA
-17 OLD

ENDING OF PROPOSED
RELINE RIGHT-OF-WAY
N.A. 0+00
(Edge of Surface (New Area))

PIPELINE RIGHT-OF-WAY DESCRIPTION
ON JIM & NORMA FOSGATE LANDS

3. BY MEANS OF MAY 15 ON EACH SIDE OF THE FOLLOWING

**PIPELINE RIGHT-OF-WAY DESCRIPTION
ON CRAIG A. DECKER TRUSTEE LANDS**

[illegible]

PIPELINE RIGHT-OF-WAY DESCRIPTION
ON WILCOX INVESTMENT CO. LANDS

[illegible]

CRANC A DECKER
TRISTON

Dec. 16.

WILCOX INVESTMENT CO.

[illegible]

Urban Engineering & Land Surveying
 44 SOUTH - 100 EAST • (435) 200-1007

VERMIL. UTAL - 84078	DATE	11-13-03
		4750055
	R. AM. CM.	G.L.D. PLAT
		HL

A - SECTION COORDINATOR LOCATED

Seq. 17-

SE 1/4-

SW 1/4-

SB 1/4-

COLEMAN
STANLEY
WILLIAMS

Exhibit B

[attached]

449474 A656 p 420

EXHIBIT "B"

BILL BARRETT CORPORATION
LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY
ON FEE LANDS
(For #1-17-47 DLB)
LOCATED IN
SECTIONS 16 & 17, T4S, R7W, U.S.B.&M.
DUCHESE COUNTY, UTAH

BASIS OF BEARINGS
BASIS OF BEARINGS IS A C.P.S. OBSERVATION.

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	REDS
WILCOX INVESTMENT CO. (D.L.B.)	1,014.1	0.024	30.34
CRAIG A. DECKER TRUSTEE	371.13	0.008	22.04
JIM & NORMA FOSGATE	111.53	0.003	37.19

BEGINNING OF ROAD STA. 0+00 BEARS
N79°35'37"E 316.17' FROM THE WEST 1/4
CORNER OF SECTION 16, T4S, R7W,
U.S.B.&M.
P.O.P. STA. 0+75.16 BEARS
N79°35'37"E 316.17' FROM THE WEST 1/4
CORNER OF SECTION 16, T4S, R7W,
U.S.B.&M.
END OF ROAD STA. 5+04.50 BEARS
S24°59'48"W 431.61' FROM THE NORTHEAST
CORNER OF SECTION 17, T4S, R7W,
U.S.B.&M.

N89°35'17"W - 2534.36' (Approx.)

S89°35'17"W - 2610.01' (Approx.)

S89°35'17"W - 2610.01' (Approx.)

S89°35'17"W - 2610.01' (Approx.)

S89°35'17"W - 2610.01' (Approx.)

S89°35'17"W - 2610.01' (Approx.)

S89°35'17"W - 2610.01' (Approx.)

LINE	DIRECTION	LENGTH
1	N79°35'37"E	113.20'
2	S89°35'17"W	200.41'
3	N79°35'37"E	200.41'
4	S89°35'17"W	200.41'
5	N79°35'37"E	200.41'
6	S89°35'17"W	200.41'
7	N79°35'37"E	200.41'
8	S89°35'17"W	200.41'
9	N79°35'37"E	200.41'
10	S89°35'17"W	200.41'
11	N79°35'37"E	200.41'
12	S89°35'17"W	200.41'
13	N79°35'37"E	200.41'
14	S89°35'17"W	200.41'
15	N79°35'37"E	200.41'
16	S89°35'17"W	200.41'
17	N79°35'37"E	200.41'
18	S89°35'17"W	200.41'
19	N79°35'37"E	200.41'
20	S89°35'17"W	200.41'
21	N79°35'37"E	200.41'
22	S89°35'17"W	200.41'
23	N79°35'37"E	200.41'
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25	N79°35'37"E	200.41'
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32	S89°35'17"W	200.41'
33	N79°35'37"E	200.41'
34	S89°35'17"W	200.41'
35	N79°35'37"E	200.41'
36	S89°35'17"W	200.41'
37	N79°35'37"E	200.41'
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46	S89°35'17"W	200.41'
47	N79°35'37"E	200.41'
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83	N79°35'37"E	200.41'
84	S89°35'17"W	200.41'
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97	N79°35'37"E	200.41'
98	S89°35'17"W	200.41'
99	N79°35'37"E	200.41'
100	S89°35'17"W	200.41'

JIM & NORMA FOSGATE

SURFACE USE AREA
#1-17-47 DLB

Contains 3.122 Acres

END OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 0+00

(At Edge of Surface Use Area)

END OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 0+00

(At Edge of Surface Use Area)

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(At Edge of Surface Use Area)

CRAIG A. DECKER TRUSTEE

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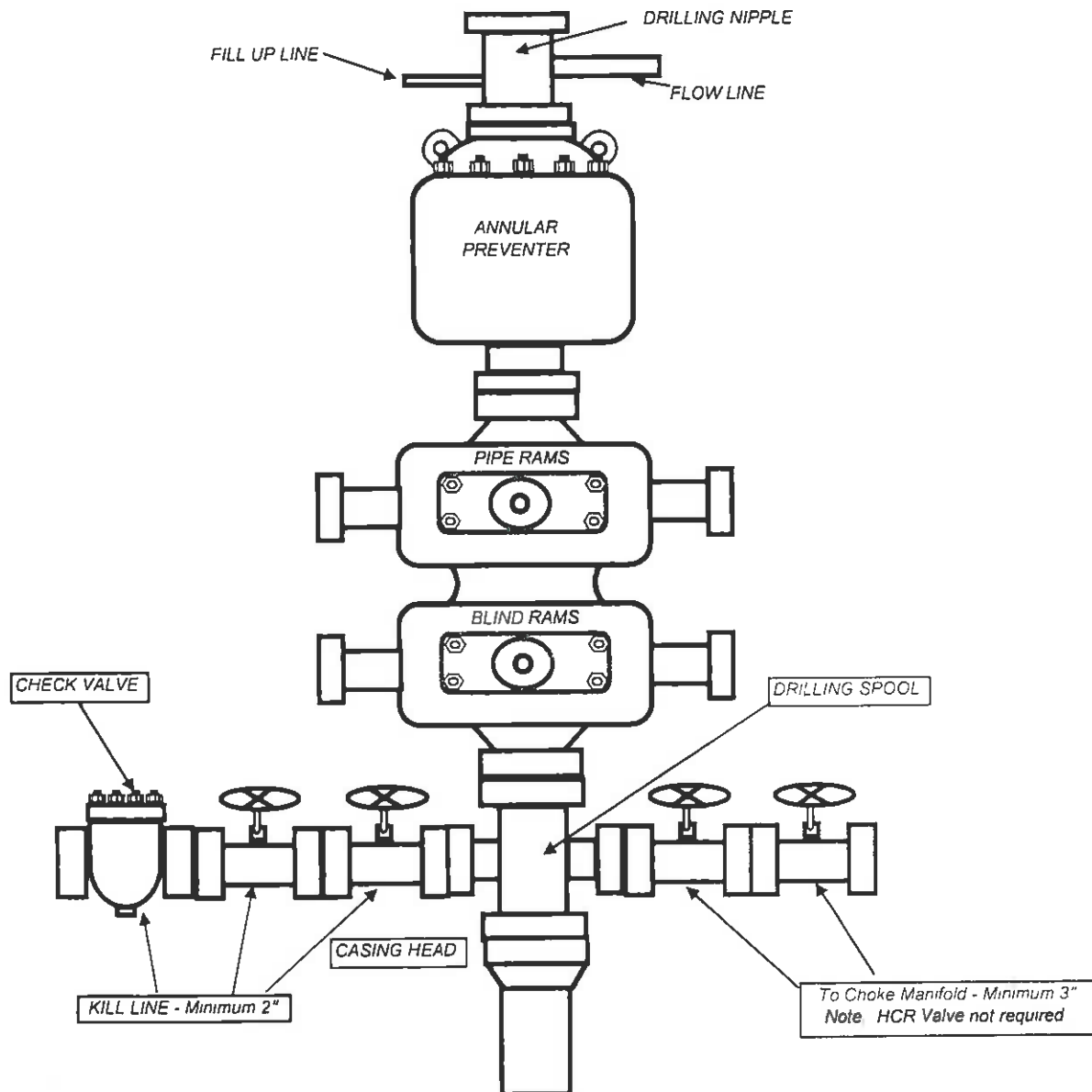
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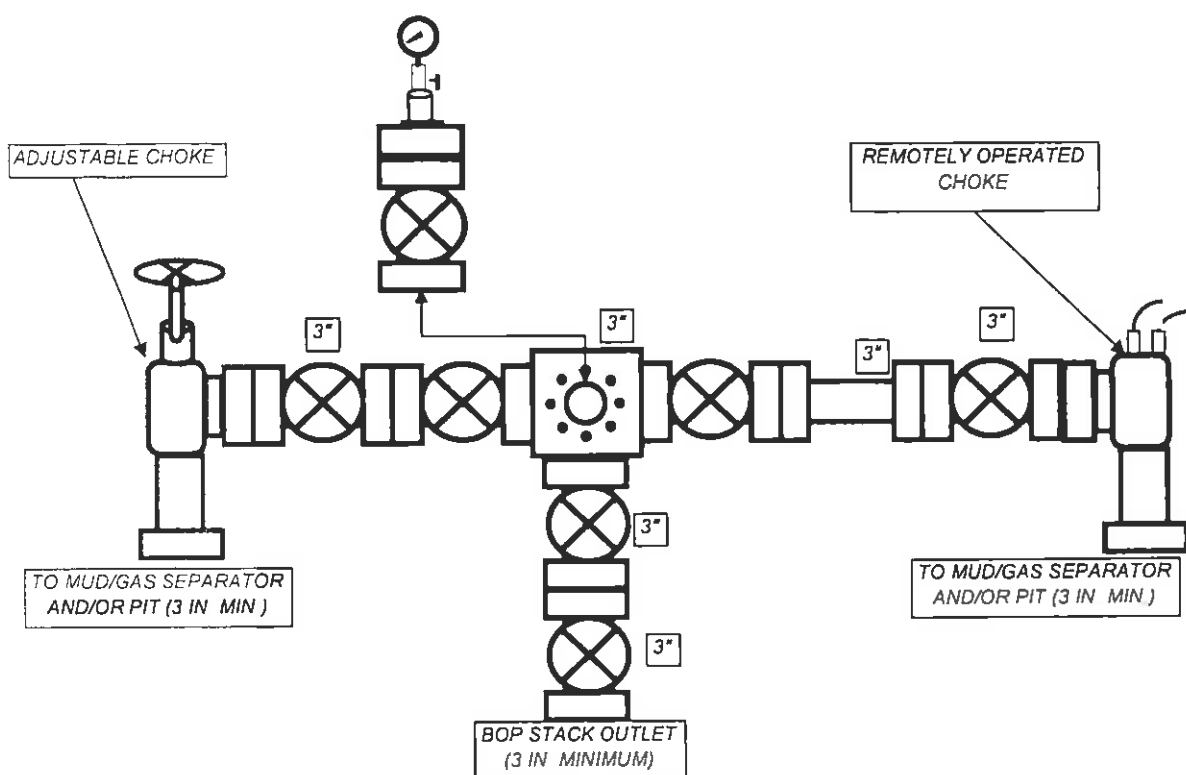
BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD





March 14, 2013

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Lake Canyon Area #1-17D-47 LCT Well
Surface: 681' FNL & 564' FEL, NENE, 17-T4S-R7W, USM
Bottom Hole: 810' FNL & 810' FEL NENE, 17-T4S-R7W, USM
Duchesne County, Utah

Dear Ms. Mason,

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill the above referenced well, we hereby submit this letter in accordance with Oil & Gas Conservation Rules R649-2, R649-3, R649-10 and R649-11, pertaining to the Location and Siting of Wells.

- The proposed location is within our Lake Canyon Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. Should you have any questions or need further information, please contact me at 303-312-8544.

Sincerely,

David Watts
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

RECEIVED: March 14, 2013

BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

LC TRIBAL #1-17D-47
SECTION 17, T4S, R7W, U.S.B.&M.
681' FNL 564' FEL

FIGURE #1

SCALE: 1" = 60'

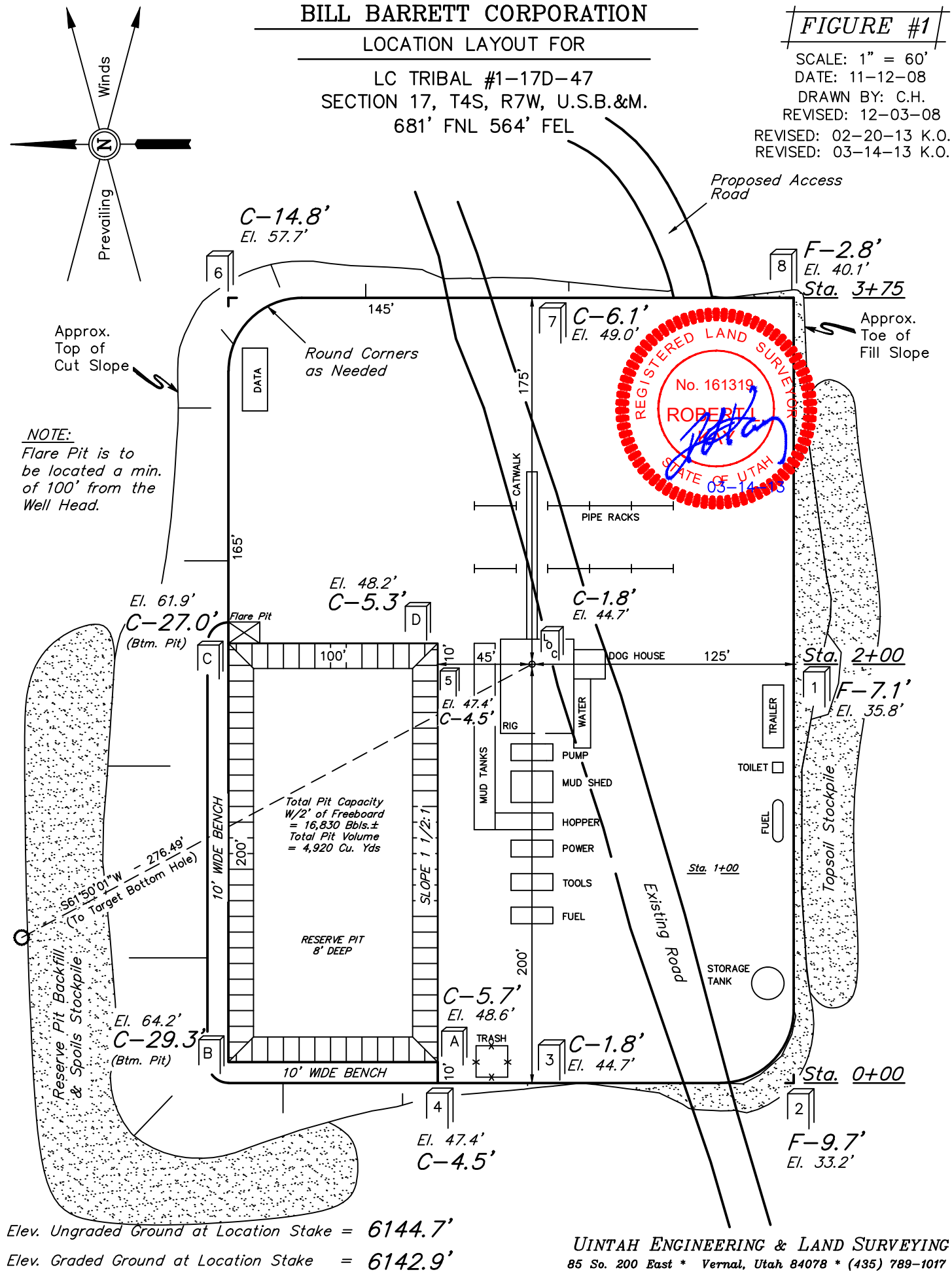
DATE: 11-12-08

DRAWN BY: C.H.

REVISED: 12-03-08

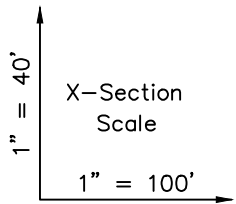
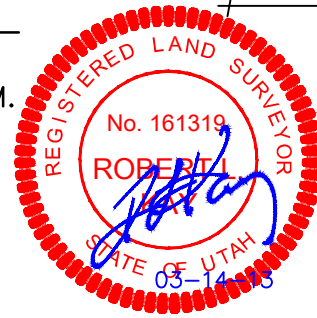
REVISED: 02-20-13 K.O.

REVISED: 03-14-13 K.O.

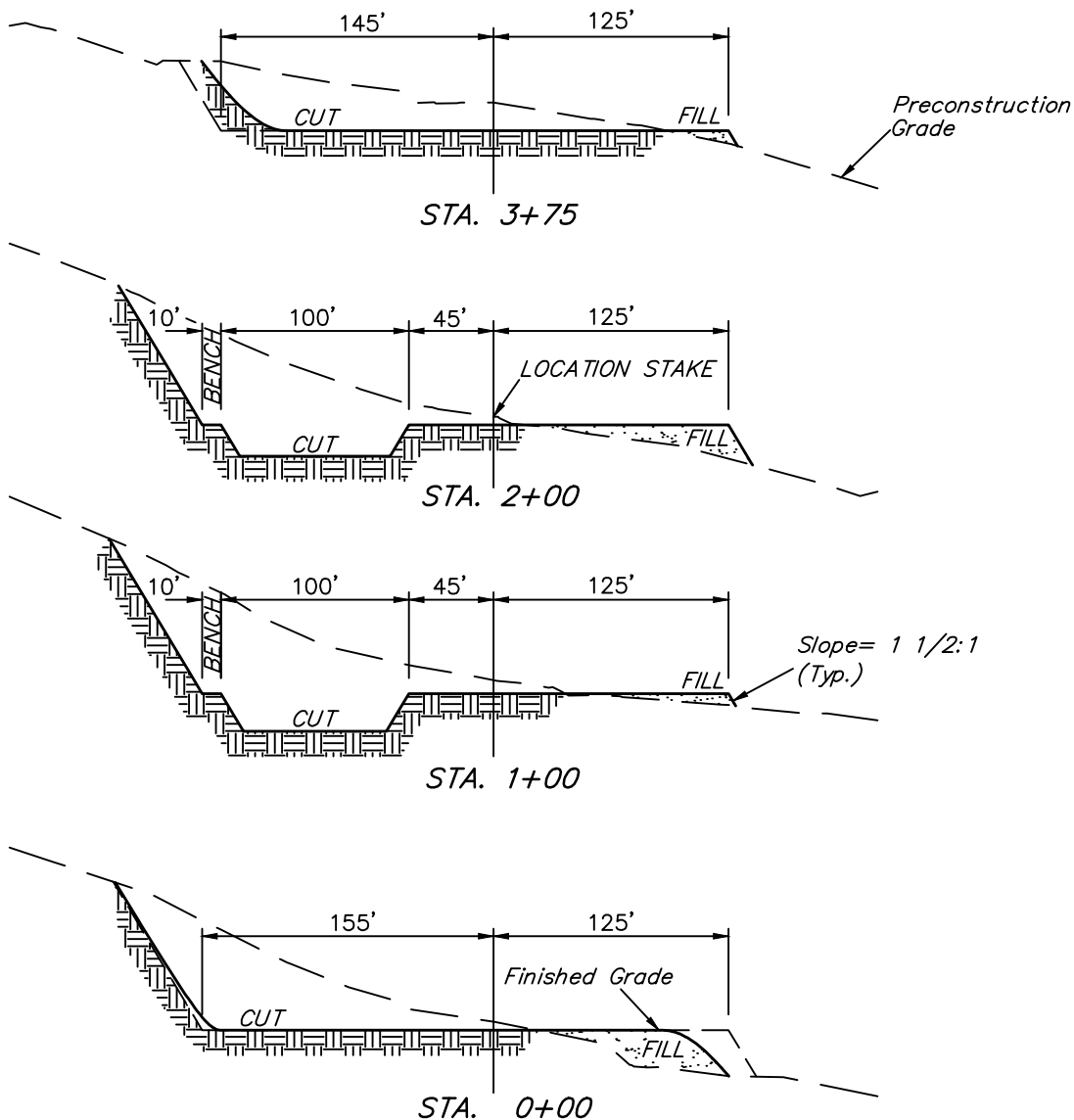


BILL BARRETT CORPORATION**TYPICAL CROSS SECTIONS FOR**

LC TRIBAL #1-17D-47
SECTION 17, T4S, R7W, U.S.B.&M.
681' FNL 564' FEL

FIGURE #2

DATE: 11-12-08
DRAWN BY: C.H.
REVISED: 02-20-13 K.O.
REVISED: 03-14-13 K.O.

**NOTE:**

Topsoil should not be
Stripped Below Finished
Grade on Substructure Area.

APPROXIMATE YARDAGES

CUT
(12") Topsoil Stripping = 4,940 Cu. Yds.
Remaining Location = 28,850 Cu. Yds.
TOTAL CUT = 33,790 CU.YDS.
FILL = 5,700 CU.YDS.

*** NOTE:**

FILL QUANTITY INCLUDES
5% FOR COMPACTION

EXCESS MATERIAL = 28,090 Cu. Yds.
Topsoil & Pit Backfill
(1/2 Pit Vol.) = 7,400 Cu. Yds.
EXCESS UNBALANCE = 20,690 Cu. Yds.
(After Rehabilitation)

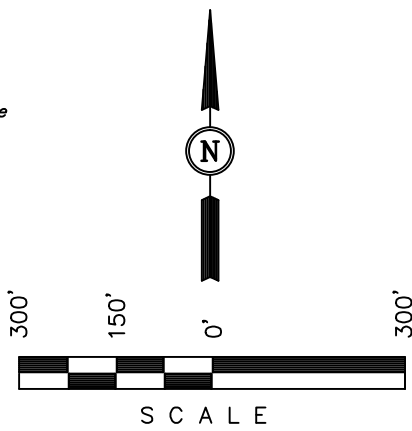
UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: March 14, 2013

BASIS OF BEARINGS
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

BILL BARRETT CORPORATION
LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY
ON FEE LANDS

(For LC TRIBAL #1-17D-47)
LOCATED IN
SECTIONS 16 & 17, T4S, R7W, U.S.B.&M.
DUCHESNE COUNTY, UTAH



RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
WILCOX INVESTMENT CO.	979.15	0.674	59.34
CRAIG A. DECKER TRUSTEE	3711.82	2.556	224.96
JIM & NORMA FOSGATE	613.63	0.423	37.19

BEGINNING OF ROAD STA. 0+00 BEARS
N79°58'39"E 3168.47' FROM THE WEST 1/4
CORNER OF SECTION 16, T4S, R7W,
U.S.B.&M.

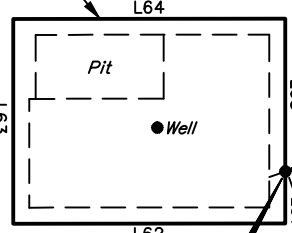
P.O.P.L STA. 9+79.16 BEARS
N68°34'28"E 2764.53' FROM THE WEST 1/4
CORNER OF SECTION 16, T4S, R7W,
U.S.B.&M.

END OF ROAD STA. 53+04.59 BEARS
S24°59'49"W 831.66' FROM THE NORTHEAST
CORNER OF SECTION 17, T4S, R7W,
U.S.B.&M.

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N49°11'30"W	113.20'
L2	N28°08'36"W	208.91'
L3	N09°04'36"W	79.58'
L4	N06°33'12"E	122.49'
L5	N31°09'07"W	55.45'
L6	N63°01'14"W	59.28'
L7	S80°57'23"W	30.03'
L8	S55°00'51"W	25.61'
L9	S36°33'00"W	65.94'
L10	S48°33'41"W	47.04'
L11	S72°52'02"W	47.64'
L12	N85°43'11"W	46.13'
L13	N66°25'33"W	48.57'
L14	N46°08'51"W	29.29'
L15	N46°08'51"W	110.62'
L16	N61°10'07"W	56.79'
L17	N73°52'12"W	51.97'
L18	S89°47'07"W	82.18'
L19	S69°15'11"W	71.05'
L20	S53°17'47"W	110.19'
L21	S32°55'30"W	139.02'
L22	S36°31'11"W	124.03'
L23	S48°08'59"W	75.47'
L24	S73°34'44"W	96.09'
L25	S87°01'07"W	39.43'
L26	N80°37'53"W	118.48'
L27	N65°12'13"W	219.70'
L28	N46°03'45"W	194.28'
L29	N44°42'41"W	203.52'
L30	N26°28'41"W	98.01'
L31	N10°33'18"W	153.32'
L32	N03°45'08"W	120.58'
L33	N08°07'00"W	84.54'
L34	N26°13'34"W	116.04'
L35	N35°46'34"W	46.19'
L36	N54°29'04"W	146.56'
L37	N61°48'34"W	148.12'
L38	N69°49'45"W	94.19'
L39	N73°43'36"W	81.91'
L40	N82°37'14"W	103.30'
L41	S89°04'28"W	81.59'
L42	S68°07'03"W	51.70'
L43	S37°22'09"W	135.44'
L44	S33°08'11"W	121.03'
L45	S63°35'00"W	45.90'
L46	S83°38'55"W	62.36'
L47	N69°09'02"W	73.01'
L48	N39°46'23"W	81.02'
L49	N22°10'12"W	174.18'
L50	N22°10'12"W	55.73'
L51	N33°58'33"W	44.76'
L52	N51°35'48"W	68.27'
L53	N64°57'58"W	99.19'
L54	N84°35'05"W	51.80'
L55	S49°54'39"W	38.39'
L56	S21°12'11"W	50.48'
L57	S14°06'25"W	50.23'
L58	S05°38'46"E	46.30'
L59	S24°36'09"W	65.31'
L60	S70°20'51"W	43.17'
L61	S00°00'35"E	81.40'
L62	S89°59'25"W	425.00'
L63	N00°00'35"W	320.00'
L64	N89°59'25"E	425.00'
L65	S00°00'35"E	238.60'

JIM & NORMA
FOSGATE

SURFACE USE AREA
LC TRIBAL #1-17D-47
Contains 3.122 Acres



END OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 53+04.60
(At Edge of Surface Use Area)

CRAIG A DECKER
TRUSTEE

NW 1/4

NE 1/4

ROAD RIGHT-OF-WAY DESCRIPTION
ON WILCOX INVESTMENT CO. LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SW 1/4 NE 1/4 OF SECTION 16, T4S, R7W, U.S.B.&M. WHICH BEARS N79°58'39"E 3168.47' FROM THE WEST 1/4 CORNER OF SAID SECTION 16, THENCE N49°11'30"W 113.20'; THENCE N28°08'36"W 208.91'; THENCE N09°04'36"W 79.58'; THENCE N06°33'12"E 122.49'; THENCE N31°09'07"W 55.45'; THENCE N63°01'14"W 59.28'; THENCE S80°57'23"W 30.03'; THENCE S55°00'51"W 25.61'; THENCE S36°33'00"W 65.94'; THENCE S48°33'41"W 47.04'; THENCE S72°52'02"W 47.64'; THENCE N85°43'11"W 46.13'; THENCE N66°25'33"W 48.57'; THENCE N46°08'51"W 29.29' TO A POINT ON THE WEST LINE OF THE THE SW 1/4 NE 1/4 WHICH BEARS N68°34'28"E 2764.53' FROM THE WEST 1/4 CORNER OF SAID SECTION 16. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.674 ACRES MORE OR LESS.

ROAD RIGHT-OF-WAY DESCRIPTION
ON CRAIG A. DECKER TRUSTEE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE EAST LINE OF THE SE 1/4 NW 1/4 OF SECTION 16, T4S, R7W, U.S.B.&M. WHICH BEARS N68°34'28"E 2764.53' FROM THE WEST 1/4 CORNER OF SAID SECTION 16, THENCE N46°08'51"W 110.62'; THENCE N08°07'00"W 84.54'; THENCE N10°33'18"W 153.32'; THENCE N03°45'08"W 120.58'; THENCE N46°03'45"W 194.28'; THENCE N44°42'41"W 203.52'; THENCE N26°28'41"W 98.01'; THENCE N10°33'18"W 153.32'; THENCE N03°45'08"W 120.58'; THENCE N08°07'00"W 84.54'; THENCE N26°13'34"W 116.04'; THENCE N35°46'34"W 46.19'; THENCE N54°29'04"W 146.56'; THENCE N61°48'34"W 148.12'; THENCE N69°49'45"W 94.19'; THENCE N73°43'36"W 81.91'; THENCE N82°37'14"W 103.30'; THENCE S89°04'28"W 81.59'; THENCE S68°07'03"W 51.70'; THENCE S37°22'09"W 135.44'; THENCE S33°08'11"W 121.03'; THENCE S63°35'00"W 45.90'; THENCE S83°38'55"W 62.36'; THENCE N69°09'02"W 73.01'; THENCE N39°46'23"W 81.02'; THENCE N22°10'12"W 174.18' TO A POINT ON THE WEST LINE OF THE NW 1/4 NW 1/4 OF SAID SECTION 17 WHICH BEARS S01°03'11"E 691.40' FROM THE NORTHWEST CORNER OF SAID SECTION 17. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 2.556 ACRES MORE OR LESS.

CRAIG A DECKER
TRUSTEE

ROAD RIGHT-OF-WAY DESCRIPTION
ON JIM & NORMA FOSGATE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE EAST LINE OF THE NE 1/4 NE 1/4 OF SECTION 17, T4S, R7W, U.S.B.&M. WHICH BEARS S01°03'11"E 691.40' FROM THE NORTHEAST CORNER OF SAID SECTION 17, THENCE N22°10'12"W 55.73'; THENCE N33°58'33"W 44.76'; THENCE N51°35'48"W 68.27'; THENCE N64°57'58"W 99.19'; THENCE N84°35'05"W 51.80'; THENCE S49°54'39"W 38.39'; THENCE S21°12'11"W 50.48'; THENCE S14°06'25"W 50.23'; THENCE S05°38'46"E 46.30'; THENCE S24°36'09"W 65.31'; THENCE S70°20'51"W 43.17' TO A POINT IN THE NE 1/4 NE 1/4 OF SAID SECTION 17 WHICH BEARS S24°59'49"W 831.66' FROM THE NORTHEAST CORNER OF SAID SECTION 17. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.423 ACRES MORE OR LESS.

CRAIG A DECKER
TRUSTEE

WILCOX INVESTMENT CO.

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE NE 1/4 NE 1/4 OF SECTION 17, T4S, R7W, U.S.B.&M. WHICH BEARS S24°59'49"W 831.66' FROM THE NORTHEAST CORNER OF SAID SECTION 17, THENCE S00°00'35"E 81.40'; THENCE S89°59'25"W 425.00'; THENCE N00°00'35"W 320.00'; THENCE N89°59'25"E 425.00'; THENCE S00°00'35"E 238.60' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.122 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

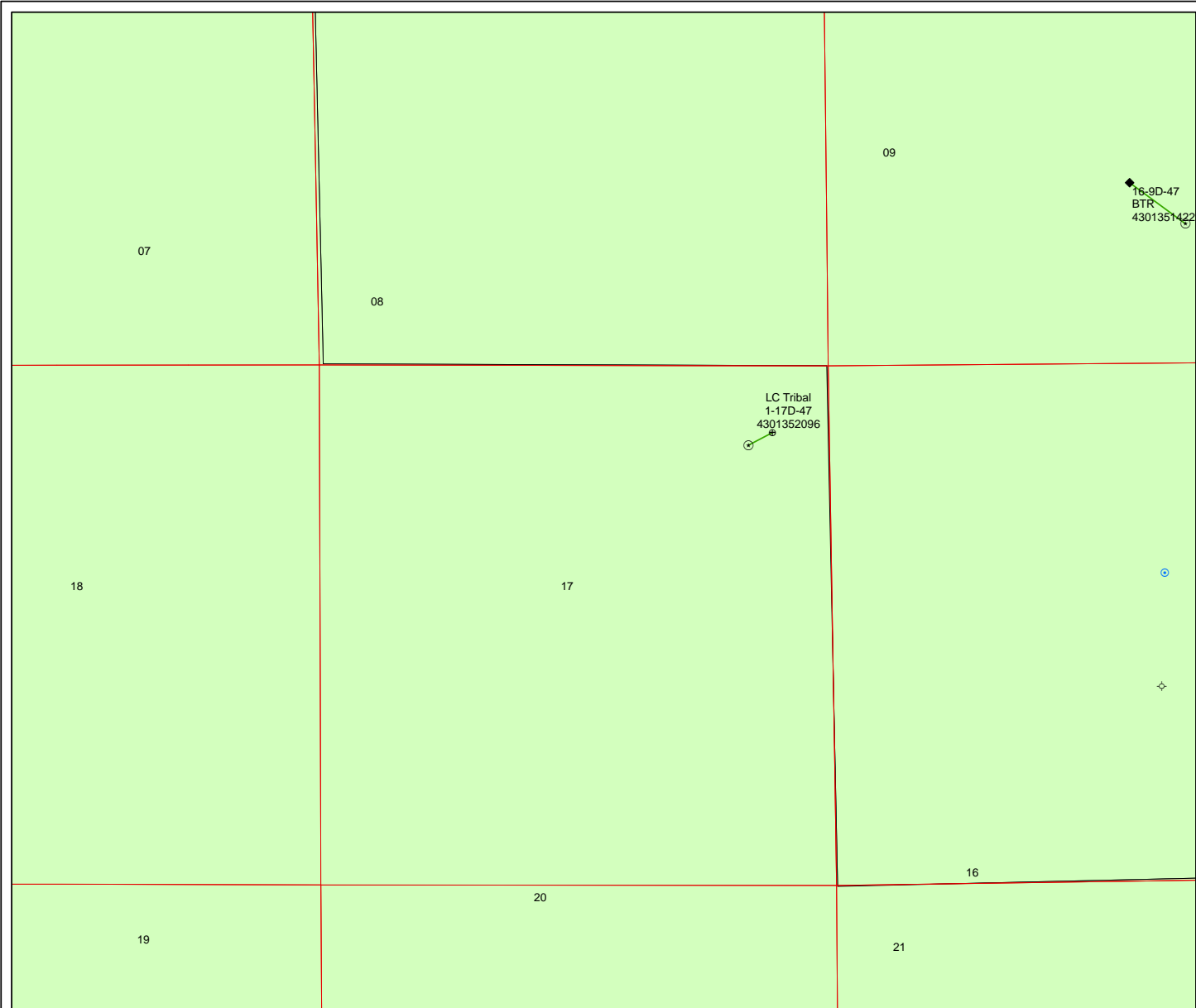
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REV: 03-14-13 K.O.
REV: 02-20-13 K.O.

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE 1" = 300'	DATE 11-13-08
PARTY D.R. A.H. C.H.	REFERENCES G.L.O. PLAT
WEATHER COLD	FILE 3 2 3 9 6

▲ = SECTION CORNERS LOCATED.

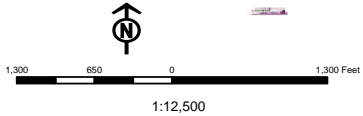


API Number: 4301352096
Well Name: LC Tribal 1-17D-47
Township T04.0S Range R07.0W Section 17
Meridian: UBM
Operator: BILL BARRETT CORP

Map Prepared:
Map Produced by Diana Mason

- Units**
- | | | |
|--------|--|---------------|
| STATUS | | ACTIVE |
| | | EXPLORATORY |
| | | GAS STORAGE |
| | | NF PP OIL |
| | | NF SECONDARY |
| | | PI OIL |
| | | PP GAS |
| | | PP GEOTHERMAL |
| | | PP OIL |
| | | SECONDARY |
| | | TERMINATED |

- Fields**
- | | | |
|--------|--|------------|
| STATUS | | Unknown |
| | | ABANDONED |
| | | ACTIVE |
| | | COMBINED |
| | | INACTIVE |
| | | STORAGE |
| | | TERMINATED |



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name LC Tribal 1-17D-47
API Number 43013520960000 **APD No** 7799 **Field/Unit** WILDCAT
Location: 1/4,1/4 NENE **Sec** 17 **Tw** 4.0S **Rng** 7.0W 681 FNL 564 FEL
GPS Coord (UTM) 526284 4443148 **Surface Owner** Jim and Norma Fosgate

Participants

Jim Fosgate (surface owner), Zack Garner (BBC), Jim Burns (permit contractor), Trevor Anderson (surveyor), James Hereford (BLM), Amy Ackman (archeologist), Joe Via (T & E species), Michael Callen (reclamation specialist)

Regional/Local Setting & Topography

This proposed well site is approximately 17 miles west of Duchesne, UT and about 7 miles west of Starvation Reservoir. The location sits high above the Strawberry River on the north side of that canyon. The river is just under 0.5 mile south of the location. To the north the land continues to climb to the large bench on which lies the Hwy 40 corridor. This well site sits on a ridge between two large draws which drain south from the high benches above the river corridor.

Surface Use Plan

Current Surface Use
Wildlfe Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
1	Width 270 Length 375	Offsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Pinion, Juniper, sparse grasses

Soil Type and Characteristics

Loam, covered with small fractured rock fragments

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? Y

minor drainages may need to be rerouted

Berm Required? Y

steep slopes near location

Erosion Sedimentation Control Required? N

Paleo Survey Run? N Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N

Reserve Pit**Site-Specific Factors****Site Ranking**

Distance to Groundwater (feet)	>200	0
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	>1320	0
Native Soil Type	Mod permeability	10
Fluid Type	TDS>10000	15
Drill Cuttings	Salt or Detrimental	10
Annual Precipitation (inches)	10 to 20	5

Affected Populations

Presence Nearby Utility Conduits Not Present **0**

Final Score 40 1 Sensitivity Level

Characteristics / Requirements

The reserve pit as proposed is 200ft by 100ft by 8ft deep and is to be placed in a cut stable location. Zack Garner of Bill Barrett Corporation stated that a minimum 16 mil liner and felt subliner will be used and that typically a 20 mil liner is used for all reserve pits. This appears to be adequate for this location.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 16 Pit Underlayment Required? Y

Other Observations / Comments

Richard Powell
Evaluator

4/10/2013
Date / Time

Application for Permit to Drill

Statement of Basis

Utah Division of Oil, Gas and Mining

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
7799	43013520960000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Jim and Norma Fosgate	
Well Name	LC Tribal 1-17D-47		Unit		
Field	WILDCAT		Type of Work	DRILL	
Location	NENE 17 4S 7W U 681 FNL (UTM) 526270E 4443139N		564 FEL GPS Coord		

Geologic Statement of Basis

The mineral rights for the proposed well are owned by the Ute Tribe. The BLM will be the agency responsible for evaluating and approving the drilling, casing and cement programs.

Brad Hill
APD Evaluator

4/16/2013
Date / Time

Surface Statement of Basis

This well is on fee surface with Indian minerals. Surface owner Jim Fosgate attended this onsite and stated his displeasure over the proposed well. Mr. Fosgate stated that he had done all that he could for two years to stop this well from being drilled including hiring an attorney but is now resigned to accept the well. Mr. Fosgate's primary complaints seems to be that the well site lowers his property value and will be visible from his cabin near the river below. Mr. Fosgate stated that if the well could be moved to the west or perhaps to the northeast out of the view of his cabin he would be much happier with the project. Also, Mr. Fosgate has had the land surveyed into cabin lots and stated that the well takes up several of the lots thus making his subdivision worthless. This subdivision has not yet been approved by Duchesne, County.

This proposed well site sits high up on the north side canyon slope overlooking the Strawberry River approximately 7 miles west of Starvation Reservoir. The well sits on a ridge between two large draws to the east and west sides of the location. As placed, the well is in a stable location between the draws on a relatively flat area as compared to the surrounding land. If the well were moved as requested by Mr. Fosgate the location would be placed over a large drainage and would not be acceptable from a stability standpoint. It appears the well is proposed in the best possible site for this area. During the onsite inspection, Zack Garner of Bill Barrett Corp. agreed that the thick trees on the south side of the location could be left standing to help block the view of the location from below.

According to Zack Garner a minimum 16 mil liner will be used for the reserve pit on this location. The reserve pit is to be placed in a cut, stable location. Due to the steep slopes this location should be bermed to keep fluids from running off the site.

Richard Powell
Onsite Evaluator

4/10/2013
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.

RECEIVED: April 17, 2013

API Well Number: 43013520960000

Surface	The well site shall be bermed to prevent fluids from leaving the pad.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

RECEIVED: April 17, 2013

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 3/14/2013

API NO. ASSIGNED: 43013520960000

WELL NAME: LC Tribal 1-17D-47

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: NENE 17 040S 070W

Permit Tech Review: ☒

SURFACE: 0681 FNL 0564 FEL

Engineering Review: ☐

BOTTOM: 0810 FNL 0810 FEL

Geology Review: ☒

COUNTY: DUCHESNE

LATITUDE: 40.13817

LONGITUDE: -110.69162

UTM SURF EASTINGS: 526270.00

NORTHINGS: 4443139.00

FIELD NAME: WILDCAT

LEASE TYPE: 2 - Indian

LEASE NUMBER: 2OG0005500

PROPOSED PRODUCING FORMATION(S): GREEN RIVER(LWR)-WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ PLAT☒ Bond: INDIAN - LPM8874725☐ Potash☐ Oil Shale 190-5☐ Oil Shale 190-3☐ Oil Shale 190-13☒ Water Permit: 43-180☐ RDCC Review:☒ Fee Surface Agreement☐ Intent to Commingle

Commingle Approved

LOCATION AND SITING:

☐ R649-2-3.

Unit:

☐ R649-3-2. General☒ R649-3-3. Exception☒ Drilling Unit

Board Cause No: Cause 139-87

Effective Date: 12/6/2011

Siting: 4 Prod LGRRV-WSTC Wells

☒ R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 1 - Exception Location - bhll
4 - Federal Approval - dmason
5 - Statement of Basis - bhll
15 - Directional - dmason

RECEIVED: April 17, 2013



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: LC Tribal 1-17D-47
API Well Number: 43013520960000
Lease Number: 2OG0005500
Surface Owner: FEE (PRIVATE)
Approval Date: 4/17/2013

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-87. The expected producing formation or pool is the GREEN RIVER(LWR)-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Exception Location:

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284

(please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website

at <http://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a horizontal line.

For John Rogers
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

MAY 17 2013

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER


BLM

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 2OG0005500
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name UINTAH AND OURAY
2. Name of Operator BILL BARRETT CORPORATION		7. If Unit or CA Agreement, Name and No.
Contact: VENESSA LANGMACHER E-Mail: vlangmacher@billbarrettcorp.com		8. Lease Name and Well No. LC TRIBAL 1-17D-47
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-312-8172 Fx: 303-291-0420	9. API Well No. 4301352096
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface NENE 681FNL 564FEL 40.138219 N Lat, 110.691492 W Lon At proposed prod. zone NENE 810FNL 810FEL 40.138219 N Lat, 110.691492 W Lon		10. Field and Pool, or Exploratory UNDESIGNATED
14. Distance in miles and direction from nearest town or post office* 23.5 MILES SOUTHWEST OF DUCHESNE, UT		11. Sec., T., R., M., or Blk. and Survey or Area Sec 17 T4S R7W Mer UBM SME: FEE
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 810'	16. No. of Acres in Lease 124793.50	12. County or Parish DUCHESNE
17. Spacing Unit dedicated to this well 640.00	18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. NONE	13. State UT
19. Proposed Depth 7522 MD 7510 TVD	20. BLM/BIA Bond No. on file LPM8874725	21. Elevations (Show whether DF, KB, RT, GL, etc.) 6145 GL
22. Approximate date work will start 11/01/2013	23. Estimated duration 60 DAYS (D&C)	

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification
- Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature (Electronic Submission)	Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-312-8172	Date 05/15/2013
Title SENIOR PERMIT ANALYST		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date OCT 23 2013
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

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Additional Operator Remarks (see next page)

OCT 28 2013

Electronic Submission #207605 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by JOHNETTA MAGEE on 05/20/2013 (13JM0980)

DIV. OF OIL, GAS & MINING

UDOGM

NOTICE OF APPROVAL

** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED **

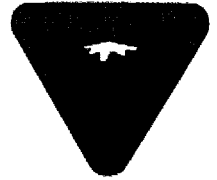


UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: BILL BARRETT CORPORATION
Well No: LC TRIBAL 1-17D-47
API No: 43-013-52096

Location: NENE, Sec. 17, T4S, R7W
Lease No: 2OG0005500
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig.
Spud Notice (Notify BLM Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov .
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

**SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Noxious weeds will be treated, monitored, and controlled along both the access road, pipeline route, and on the well pad itself.
- Insure topsoil stability on location and use topsoil for interim reclamation as soon as possible to maintain viability of the topsoil resource. If stored for a longer period of time then topsoil will be maintained to increase viability until the resource can be used for reclamation purposes only.
- All above ground production facilities will be painted Beetle Green on this location to help blend in with the surrounding habitat, unless otherwise directed by the landowners or BLM AO.
- The operator must conduct operations to minimize adverse effects to surface and subsurface resources. This will be accomplished by staying on the approved acres of disturbance, and conforming to dust mitigation technology and doing interim reclamation practices on unused portions of the proposal.
- All dry washes will be diverted away from the actual well pad as discussed during the onsite investigation, and as agreed to by the landowners.
- Other site specific stipulations agreed upon during the onsite by the landowner as stated in the beginning of the Surface Use Plan of Operations (SUPO) of the APD will be followed and implemented. See bullets 1-8 on the first page of the SUPO.
- Site reclamation will be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Road areas not being used and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact the private landowner for seed mixes that work in the area. This could also be included in the reclamation plan from BBC. Seeds must be planted in August and prior to ground freeze. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

- A formation integrity test shall be performed at the surface casing shoe.
- Gamma Ray Log shall be run from Total Depth to Surface.
- To effectively protect useable water, cement for the Int' string is required to be brought 200' feet above the surface casing shoe.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of

each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well by CD (compact disc). This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if

performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005500			
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE			
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: LC Tribal 1-17D-47			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0681 FNL 0564 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 17 Township: 04.0S Range: 07.0W Meridian: U		9. API NUMBER: 43013520960000			
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: WILDCAT			
COUNTY: DUCHESNE		STATE: UTAH			
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 4/17/2015 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center; padding: 10px;"> BBC hereby requests a one year extension for APD </div> <div style="text-align: right; padding: 10px;"> <p style="color: red; font-weight: bold;">Approved by the February 12, 2015 Oil, Gas and Mining</p> <p style="color: red; font-weight: bold;">Date: _____</p> <p style="color: red; font-weight: bold;">By: <u></u></p> </div>					
NAME (PLEASE PRINT) Christina Hirtler		PHONE NUMBER 303 312-8597			
SIGNATURE N/A		TITLE Administrative Assistant			
DATE 2/11/2015					



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013520960000

API: 43013520960000

Well Name: LC Tribal 1-17D-47

Location: 0681 FNL 0564 FEL QTR NENE SEC 17 TWP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 4/17/2013

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☒ Yes ☐ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Christina Hirtler

Date: 2/11/2015

Title: Administrative Assistant Representing: BILL BARRETT CORP

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

SEP 01 2015

FORM APPROVED.
OMB NO. 1004-0135
Expires: July 31, 2010**SUNDRY NOTICES AND REPORTS ON WELLS**
Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

BLM

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. 1420H625500
2. Name of Operator BILL BARRETT CORPORATION		6. If Indian, Allottee or Tribe Name
Contact: BRADY RILEY E-Mail: briley@billbarrettcorp.com		7. If Unit or CA/Agreement, Name and/or No.
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-312-8115	8. Well Name and No. LC TRIBAL 1-17D-47
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 17 T4S R7W Mer UBM NENE 681FNL 564FEL		9. API Well No. 43-013-52096
		10. Field and Pool, or Exploratory WILDCAT
		11. County or Parish, and State DUCHESNE COUNTY, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Change to Original APD
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomple horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recomple in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

BBC hereby requests a two year extension for this APD until 10/23/2017.

APD - 10/23/13

RECEIVED

OCT 13 2015

DIV. OF OIL, GAS & MINING

CONDITIONS OF APPROVAL ATTACHED

VERNAL FIELD OFFICE	
ENG.	PPPP 9/23/15
GEOL.	
E.S.	
PET.	
RECL.	

14. I hereby certify that the foregoing is true and correct.

**Electronic Submission #314967 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by JOHNETTA MAGEE on 09/03/2015 ()**

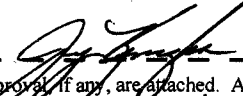
Name (Printed/Typed) BRADY RILEY

Title PERMIT ANALYST

Signature (Electronic Submission)

Date 09/01/2015

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By 	Assistant Field Manager Title Lands & Mineral Resources	SEP 24 2015 Date
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.		VERNAL FIELD OFFICE Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

UDOGM

CONDITIONS OF APPROVAL

Bill Barrett Corporation

Notice of Intent APD Extension

Lease: 2OG0005500
Well: LC Tribal 1-17D-47
Location: NENE Sec 17-T4S-R7W

An extension for the referenced APD is granted with the following conditions:

1. The extension and APD shall expire on 10/23/2017.
2. No other extensions shall be granted.

If you have any other questions concerning this matter, please contact Robin L Hansen of this office at (435) 781-2777

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005500
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: LC Tribal 1-17D-47
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0681 FNL 0564 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 17 Township: 04.0S Range: 07.0W Meridian: U		9. API NUMBER: 43013520960000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 4/17/2017	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is hereby requesting a one year extension for this APD until

4/17/2017

Approved by the
 February 03, 2016
 Oil, Gas and Mining

Date: _____
By:

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 2/1/2016	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013520960000

API: 43013520960000

Well Name: LC Tribal 1-17D-47

Location: 0681 FNL 0564 FEL QTR NENE SEC 17 TWP 040S RNG 070W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 4/17/2013

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☒ Yes ☐ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Brady Riley

Date: 2/1/2016

Title: Permit Analyst Representing: BILL BARRETT CORP

Effective Date: 11/1/2016

FORMER OPERATOR:	NEW OPERATOR:
Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202	Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SWD 9-36 BTR	9	030S	060W	4301350646	18077	Indian	Fee	WD	A
16-6D-46 BTR SWD	6	040S	060W	4301350781	18327	Indian	Fee	WD	A
6-32-36 BTR SWD	32	030S	060W	4301350921	18329	Indian	Fee	WD	A
LC TRIBAL 8-26D-47	26	040S	070W	4301334024		Indian	Indian	OW	APD
16-21D-37 BTR	21	030S	070W	4301350758		Indian	Fee	OW	APD
14-11D-37 BTR	11	030S	070W	4301350862		Indian	Fee	OW	APD
7-17D-46 BTR	17	040S	060W	4301350883		Indian	Indian	OW	APD
14-12D-37 BTR	12	030S	070W	4301350894		Indian	Fee	OW	APD
1-18D-36 BTR	18	030S	060W	4301350922		Indian	Fee	OW	APD
13-2D-45 BTR	2	040S	050W	4301350931		Indian	Indian	OW	APD
5H-16-46 BTR	16	040S	060W	4301350992		Indian	Indian	OW	APD
9H-17-45 BTR	17	040S	050W	4301351098		Indian	Indian	OW	APD
13H-8-46 BTR UB	8	040S	060W	4301351124		Indian	Indian	OW	APD
8H-9-46 BTR	9	040S	060W	4301351140		Indian	Indian	OW	APD
LC TRIBAL 7-31D-37	31	030S	070W	4301351147		Indian	Fee	OW	APD
14-16D-45 BTR	16	040S	050W	4301351178		Indian	Indian	OW	APD
16-19D-37 BTR	19	030S	070W	4301351179		Indian	Fee	OW	APD
6-2D-45 BTR	2	040S	050W	4301351234		Indian	Indian	OW	APD
2-2D-45 BTR	2	040S	050W	4301351235		Indian	Indian	OW	APD
10-26-35 BTR	26	030S	050W	4301351248		Indian	Fee	OW	APD
LC TRIBAL 1H-33-46	33	040S	060W	4301351257		Indian	Fee	OW	APD
LC TRIBAL 9-25D-46	25	040S	060W	4301351276		Indian	Indian	OW	APD
LC TRIBAL 8H-30-45	30	040S	050W	4301351277		Indian	Indian	OW	APD
LC TRIBAL 16H-30-45	30	040S	050W	4301351279		Indian	Indian	OW	APD
LC TRIBAL 13-30D-45	30	040S	050W	4301351282		Indian	Indian	OW	APD
LC TRIBAL 16H-36-46	36	040S	060W	4301351291		Indian	Indian	OW	APD
LC TRIBAL 13H-30-46	30	040S	060W	4301351321		Indian	Indian	OW	APD
LC TRIBAL 13H-31-46	31	040S	060W	4301351326		Indian	Indian	OW	APD
LC TRIBAL 16-31D-46	31	040S	060W	4301351328		Indian	Indian	OW	APD
LC TRIBAL 5H-26-47	26	040S	070W	4301351337		Indian	Indian	OW	APD
LC TRIBAL 5H-19-45	20	040S	050W	4301351349		Indian	Indian	OW	APD
LC TRIBAL 16-36D-47	36	040S	070W	4301351363		Indian	Indian	OW	APD
15-4D-47 BTR	4	040S	070W	4301351377		Indian	Fee	OW	APD
16-23D-46 LC TRIBAL	23	040S	060W	4301351396		Indian	Fee	OW	APD
15-2D-36 BTR	2	030S	060W	4301351419		Indian	Fee	OW	APD
16-23D-37 BTR	23	030S	070W	4301351420		Indian	Fee	OW	APD
11-9D-47 BTR	9	040S	070W	4301351422		Indian	Fee	OW	APD
15-13D-47 BTR	13	040S	070W	4301351424		Indian	Indian	OW	APD
LC TRIBAL 15-19D-46	19	040S	060W	4301351426		Indian	Indian	OW	APD
16-13D-45 BTR	13	040S	050W	4301351428		Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

14-12D-45 BTR	12	040S	050W	4301351444		Indian	Indian	OW	APD
16-14D-45 BTR	14	040S	050W	4301351445		Indian	Indian	OW	APD
5-13D-45 BTR	13	040S	050W	4301351446		Indian	Indian	OW	APD
LC TRIBAL 16-26D-46	26	040S	060W	4301351450		Indian	State	OW	APD
LC TRIBAL 16-34D-46	34	040S	060W	4301351451		Indian	State	OW	APD
16-12D-45 BTR	12	040S	050W	4301351452		Indian	Indian	OW	APD
8-12D-45 BTR	12	040S	050W	4301351453		Indian	Indian	OW	APD
LC TRIBAL 1-35D-46	35	040S	060W	4301351454		Indian	Fee	OW	APD
16-25D-37 BTR	25	030S	070W	4301351455		Indian	Fee	OW	APD
LC TRIBAL 13H-29-46	28	040S	060W	4301351462		Indian	Fee	OW	APD
LC TRIBAL 14-30D-37	30	030S	070W	4301351494		Indian	Fee	OW	APD
7-13D-45 BTR	13	040S	050W	4301351497		Indian	Indian	OW	APD
LC TRIBAL 4H-35-46	35	040S	060W	4301351515		Indian	Fee	OW	APD
LC TRIBAL 13H-19-46	19	040S	060W	4301351543		Indian	Indian	OW	APD
16-26D-37 BTR	26	030S	070W	4301351598		Indian	Fee	OW	APD
LC TRIBAL 16-31D-37	31	030S	070W	4301351610		Indian	Fee	OW	APD
5-4-35 BTR	4	030S	050W	4301351613		Indian	Fee	OW	APD
LC TRIBAL 16-31D-47	31	040S	070W	4301351616		Indian	Indian	OW	APD
LC TRIBAL 13H-31-47	31	040S	070W	4301351617		Indian	Indian	OW	APD
LC TRIBAL 13-32D-47	32	040S	070W	4301351619		Indian	Indian	OW	APD
LC TRIBAL 16H-32-47	32	040S	070W	4301351620		Indian	Indian	OW	APD
LC TRIBAL 1-32D-47	32	040S	070W	4301351624		Indian	Indian	OW	APD
LC TRIBAL 4H-32-47	32	040S	070W	4301351625		Indian	Indian	OW	APD
LC TRIBAL 13-28D-47	28	040S	070W	4301351627		Indian	Indian	OW	APD
LC TRIBAL 13H-29-47	28	040S	070W	4301351628		Indian	Indian	OW	APD
LC TRIBAL 16H-28-47	28	040S	070W	4301351629		Indian	Indian	OW	APD
LC TRIBAL 1-28D-47	28	040S	070W	4301351639		Indian	Indian	OW	APD
LC TRIBAL 1H-27-47	28	040S	070W	4301351640		Indian	Indian	OW	APD
LC TRIBAL 4H-28-47	28	040S	070W	4301351641		Indian	Indian	OW	APD
LC TRIBAL 7-25D-58	25	050S	080W	4301351643		Indian	Indian	OW	APD
LC TRIBAL 6-25D-58	25	050S	080W	4301351644		Indian	Indian	OW	APD
LC TRIBAL 13H-24-58	24	050S	080W	4301351645		Indian	Indian	OW	APD
LC TRIBAL 16-24D-58	24	050S	080W	4301351646		Indian	Indian	OW	APD
LC Tribal 8-23D-46	23	040S	060W	4301351654		Indian	Fee	OW	APD
LC Tribal 16-35D-45	35	040S	050W	4301351656		Indian	Fee	OW	APD
LC Tribal 13H-35-45	35	040S	050W	4301351657		Indian	Fee	OW	APD
LC Tribal 16-36D-45	36	040S	050W	4301351658		Indian	Fee	OW	APD
LC Tribal 13H-36-45	36	040S	050W	4301351659		Indian	Fee	OW	APD
LC Tribal 5-36D-45	36	040S	050W	4301351661		Indian	Fee	OW	APD
LC Tribal 8-26D-46	26	040S	060W	4301351663		Indian	Fee	OW	APD
3-29D-36 BTR	29	030S	060W	4301351665		Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-35D-45	35	040S	050W	4301351666	Indian	Fee	OW	APD
LC Tribal 5-24D-46	24	040S	060W	4301351668	Indian	Indian	OW	APD
LC TRIBAL 6-12D-58	12	050S	080W	4301351696	Indian	Indian	OW	APD
LC TRIBAL 8-12D-58	12	050S	080W	4301351697	Indian	Indian	OW	APD
LC TRIBAL 16H-22-47	21	040S	070W	4301351700	Indian	Indian	OW	APD
5-25D-37 BTR	25	030S	070W	4301351803	Indian	Fee	OW	APD
8-3D-36 BTR	3	030S	060W	4301351804	Indian	Fee	OW	APD
14-26D-37 BTR	26	030S	070W	4301351805	Indian	Fee	OW	APD
9-4-35 BTR	4	030S	050W	4301351806	Indian	Fee	OW	APD
11-4D-35 BTR	4	030S	050W	4301351807	Indian	Fee	OW	APD
16-27D-37 BTR	27	030S	070W	4301351808	Indian	Fee	OW	APD
14-27D-37 BTR	27	030S	070W	4301351809	Indian	Fee	OW	APD
14-16D-46 BTR	16	040S	060W	4301351812	Indian	Indian	OW	APD
LC Tribal 16-35D-48	35	040S	080W	4301351847	Indian	Indian	OW	APD
LC Tribal 13H-35-48	35	040S	080W	4301351848	Indian	Indian	OW	APD
LC Tribal 13-2D-58	11	050S	080W	4301351850	Indian	Indian	OW	APD
5-13D-36 BTR	13	030S	060W	4301351862	Indian	Fee	OW	APD
5-8D-36 BTR	8	030S	060W	4301351871	Indian	Fee	OW	APD
16-1D-36 BTR	1	030S	060W	4301351872	Indian	Fee	OW	APD
8-18D-46 BTR	18	040S	060W	4301351897	Indian	Fee	OW	APD
LC Tribal 5-36D-46	36	040S	060W	4301351905	Indian	Indian	OW	APD
LC Tribal 5-26D-45	26	040S	050W	4301351907	Indian	Indian	OW	APD
14-13D-45 BTR	13	040S	050W	4301351974	Indian	Indian	OW	APD
14-34D-46 DLB	34	040S	060W	4301351975	Indian	Fee	OW	APD
LC Tribal 5-21D-45	21	040S	050W	4301352001	Indian	Indian	OW	APD
LC Tribal 8-22D-45	22	040S	050W	4301352002	Indian	Indian	OW	APD
LC Tribal 8-25D-45	25	040S	050W	4301352007	Indian	Indian	OW	APD
LC Tribal 16-25D-45	25	040S	050W	4301352008	Indian	Indian	OW	APD
LC Tribal 16-22D-45	22	040S	050W	4301352009	Indian	Indian	OW	APD
LC Tribal 16-26D-45	26	040S	050W	4301352010	Indian	Indian	OW	APD
LC Tribal 14-31D-37	31	030S	070W	4301352016	Indian	Fee	OW	APD
5-12D-45 BTR	12	040S	050W	4301352030	Indian	Indian	OW	APD
LC Tribal 9-20D-45	20	040S	050W	4301352031	Indian	Indian	OW	APD
LC Tribal 13-35D-47	35	040S	070W	4301352055	Indian	Indian	OW	APD
LC Tribal 1-23D-47	23	040S	070W	4301352057	Indian	Indian	OW	APD
9-17D-46 BTR	17	040S	060W	4301352059	Indian	Indian	OW	APD
11-18D-46 BTR	18	040S	060W	4301352060	Indian	Indian	OW	APD
9-10D-47 BTR	10	040S	070W	4301352092	Indian	Fee	OW	APD
LC Tribal 1-17D-47	17	040S	070W	4301352096	Indian	Fee	OW	APD
7-35D-37 BTR	35	030S	070W	4301352115	Indian	Fee	OW	APD
14-25D-37 BTR	25	030S	070W	4301352116	Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-25-46	25	040S	060W	4301352126	Indian	Indian	OW	APD
8-33D-35 BTR	33	030S	050W	4301352161	Indian	Fee	OW	APD
5-4D-36 BTR	4	030S	060W	4301352175	Indian	Fee	OW	APD
7-4D-36 BTR	4	030S	060W	4301352176	Indian	Fee	OW	APD
LC Tribal 4-36D-47	36	040S	070W	4301352186	Indian	Indian	OW	APD
LC Tribal 4-22D-46	22	040S	060W	4301352944	Indian	Indian	OW	APD
LC Tribal 16-22D-46	22	040S	060W	4301352945	Indian	Indian	OW	APD
LC Tribal 11-19D-46	19	040S	060W	4301352946	Indian	Indian	OW	APD
LC Tribal 7-20D-45	20	040S	050W	4301352947	Indian	Indian	OW	APD
15-11D-35 BTR	11	030S	050W	4301353056	Indian	Fee	OW	APD
13-11D-35 BTR	11	030S	050W	4301353057	Indian	Fee	OW	APD
BTR 16-36D-37	36	030S	070W	4301353059	Indian	Fee	OW	APD
4-29D-35 BTR	30	030S	050W	4301353060	Indian	Fee	OW	APD
1-30D-35 BTR	30	030S	050W	4301353061	Fee	Fee	OW	APD
LC TRIBAL 3-23D-46	23	040S	060W	4301353066	Indian	State	OW	APD
LC Tribal 14-23D-46	23	040S	060W	4301353067	Indian	State	OW	APD
LC Tribal 13-25D-46	25	040S	060W	4301353068	Indian	Indian	OW	APD
LC Tribal 14-26D-46	26	040S	060W	4301353069	Indian	State	OW	APD
LC Tribal 5-26D-46	26	040S	060W	4301353070	Indian	State	OW	APD
LC Tribal 11-35D-45	35	040S	050W	4301353071	Indian	State	OW	APD
LC Tribal 7-35D-45	35	040S	050W	4301353072	Indian	State	OW	APD
LC Tribal 3-35D-45	35	040S	050W	4301353075	Indian	State	OW	APD
LC Tribal 14-36D-45	36	040S	050W	4301353076	Indian	State	OW	APD
LC Tribal 13-36D-45	36	040S	050W	4301353077	Indian	State	OW	APD
LC Tribal 10-36D-45	36	040S	050W	4301353078	Indian	State	OW	APD
LC Tribal 8-36D-45	36	040S	050W	4301353079	Indian	State	OW	APD
LC Tribal 6-36D-45	36	040S	050W	4301353080	Indian	State	OW	APD
LC Tribal 1-34D-46	34	040S	060W	4301353081	Indian	State	OW	APD
LC Tribal 9-27D-46	27	040S	060W	4301353082	Indian	State	OW	APD
LC Tribal 13-35D-45	35	040S	050W	4301353083	Indian	State	OW	APD
LC Tribal 8-35D-45	35	040S	050W	4301353084	Indian	State	OW	APD
LC Tribal 15-35D-45	35	040S	050W	4301353085	Indian	State	OW	APD
LC Tribal 12-25D-45	25	040S	050W	4301353122	Indian	Indian	OW	APD
LC Tribal 14-25D-45	25	040S	050W	4301353123	Indian	Indian	OW	APD
LC Tribal 10-25D-45	25	040S	050W	4301353124	Indian	Indian	OW	APD
LC Tribal 11-26-45	26	040S	050W	4301353125	Indian	Indian	OW	APD
LC Tribal 13-26D-45	26	040S	050W	4301353126	Indian	Indian	OW	APD
LC Tribal 7-31D-46	31	040S	060W	4301353127	Indian	Indian	OW	APD
LC Tribal 7-19D-45	19	040S	050W	4301353128	Indian	Indian	OW	APD
LC Tribal 5-19D-45	19	040S	050W	4301353130	Indian	Indian	OW	APD
LC Tribal 7-25D-46	25	040S	060W	4301353132	Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

1-5-45 BTR	5	040S	050W	4301333868	16931	Indian	Indian	OW	P
5-16-36 BTR	16	030S	060W	4301333970	17195	Indian	Fee	OW	P
5-29-36 BTR	29	030S	060W	4301333972	17557	Indian	Fee	OW	P
4-30-36 BTR	30	030S	060W	4301333973	17249	Indian	Fee	OW	P
7-19-46 DLB	19	040S	060W	4301334004	19018	Indian	Indian	OW	P
5-25-36 BTR	25	030S	060W	4301334021	17126	Fee	Fee	OW	P
5-4-45 BTR	4	040S	050W	4301334089	17507	Indian	Indian	OW	P
13-2-46 BTR	2	040S	060W	4301334090	18618	Indian	Indian	OW	P
2-3-45 BTR	3	040S	050W	4301334099	17932	Indian	Indian	OW	P
7-6-45 BTR	6	040S	050W	4301334100	17653	Indian	Indian	OW	P
1-9-45 BTR	9	040S	050W	4301334101	17910	Indian	Indian	OW	P
8-10-45 BTR	10	040S	050W	4301334102	17530	Indian	Indian	OW	P
7-17-45 BTR	17	040S	050W	4301334104	17933	Indian	Indian	OW	P
16-7-45 BTR	7	040S	050W	4301334111	17665	Indian	Indian	OW	P
15-18-45 BTR	18	040S	050W	4301334112	17832	Indian	Indian	OW	P
6-12-46 BTR	12	040S	060W	4301334114	17964	Indian	Indian	OW	P
5-13-46 BTR	13	040S	060W	4301334115	17833	Indian	Indian	OW	P
16-26-36 BTR	26	030S	060W	4301334132	18028	Indian	Fee	OW	P
1-23-36 BTR	23	030S	060W	4301334136	17722	Indian	Fee	OW	P
15-10-36 BTR	10	030S	060W	4301334277	17419	Indian	Fee	OW	P
14-5-46 BTR	5	040S	060W	4301350307	17624	Fee	Fee	OW	P
14X-22-46 DLB	22	040S	060W	4301350351	17604	Indian	Indian	OW	P
16-13-36 BTR	13	030S	060W	4301350372	17853	Indian	Fee	OW	P
5-33-46 DLB	33	040S	060W	4301350397	17765	Indian	Fee	OW	P
5-34-46 DLB	34	040S	060W	4301350415	17801	Indian	State	GW	P
LC FEE 12H-32-46	32	040S	060W	4301350431	18003	Fee	Fee	OW	P
1-13D-47 BTR	13	040S	070W	4301350445	18205	Indian	Fee	OW	P
16-8D-45 BTR	8	040S	050W	4301350466	18799	Indian	Indian	OW	P
7-13D-46 BTR	13	040S	060W	4301350470	18076	Indian	Indian	OW	P
14-8D-45 BTR	8	040S	050W	4301350567	18207	Indian	Indian	OW	P
14-5D-45 BTR	5	040S	050W	4301350568	18108	Indian	Indian	OW	P
16-31D-36 BTR	31	030S	060W	4301350573	18004	Indian	Fee	OW	P
5-7D-46 BTR	7	040S	060W	4301350574	18176	Indian	Indian	OW	P
LC TRIBAL 13H-33-46	34	040S	060W	4301350575	18223	Indian	State	OW	P
5-8-45 BTR	8	040S	050W	4301350607	18279	Indian	Indian	OW	P
16-6D-45 BTR	6	040S	050W	4301350610	18177	Indian	Indian	OW	P
5-18D-45 BTR	18	040S	050W	4301350611	18300	Indian	Indian	OW	P
7-26-37 BTR	26	030S	070W	4301350641	18131	Indian	Fee	OW	P
3-11D-36 BTR	11	030S	060W	4301350642	18299	Indian	Fee	OW	P
16-1D-46 BTR	1	040S	060W	4301350675	18525	Indian	Indian	OW	P
14-3-45 BTR	3	040S	050W	4301350676	18363	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-17D-45 BTR	17	040S	050W	4301350687	18517	Indian	Indian	OW	P
5-6D-45 BTR	6	040S	050W	4301350688	18726	Indian	Indian	OW	P
7-7D-45 BTR	7	040S	050W	4301350689	18380	Indian	Indian	OW	P
14-10D-45 BTR	10	040S	050W	4301350754	18447	Indian	Indian	OW	P
14-9D-45 BTR	9	040S	050W	4301350755	18379	Indian	Indian	OW	P
13-16D-36 BTR	16	030S	060W	4301350757	18206	Indian	State	OW	P
5-9D-36 BTR	9	030S	060W	4301350843	18381	Indian	Fee	OW	P
16-5D-46 BTR	5	040S	060W	4301350844	18280	Fee	Fee	OW	P
5-27D-37 BTR	27	030S	070W	4301350847	18526	Indian	Fee	OW	P
7-4D-45 BTR	4	040S	050W	4301350884	18562	Indian	Indian	OW	P
2-16D-45 BTR	16	040S	050W	4301350899	18619	Indian	Indian	OW	P
16-10D-45 BTR	10	040S	050W	4301350902	18725	Indian	Indian	OW	P
5-2D-36 BTR	2	030S	060W	4301350913	18886	Indian	Fee	OW	P
13H-27-36 BTR	27	030S	060W	4301350918	18445	Indian	State	OW	P
8-16D-46 BTR	16	040S	060W	4301350953	19027	Indian	Indian	OW	P
16-16D-46 BTR	16	040S	060W	4301350956	19028	Indian	Indian	OW	P
16-9D-45 BTR	9	040S	050W	4301350962	18662	Indian	Indian	OW	P
14-31D-36 BTR	31	030S	060W	4301350973	18524	Indian	Fee	OW	P
5-10D-36 BTR	10	030S	060W	4301350978	18989	Indian	Fee	OW	P
1-32D-36 BTR	32	030S	060W	4301350979	18648	Indian	Fee	OW	P
16-12D-36 BTR	12	030S	060W	4301350980	18748	Indian	Fee	OW	P
2-18D-45 BTR	18	040S	050W	4301350991	18776	Indian	Indian	OW	P
3-1-46 BTR	1	040S	060W	4301351017	18777	Indian	Fee	OW	P
10-5-45 BTR	5	040S	050W	4301351062	18724	Indian	Indian	OW	P
12-4D-45 BTR	4	040S	050W	4301351063	18813	Indian	Indian	OW	P
1-10D-45 BTR	10	040S	050W	4301351064	18966	Indian	Indian	OW	P
16-2D-46 BTR	2	040S	060W	4301351079	18830	Indian	Indian	OW	P
9H-4-45 BTR	4	040S	050W	4301351092	18814	Indian	Indian	OW	P
12-17-45 BTR	17	040S	050W	4301351097	18984	Indian	Indian	OW	P
5-9D-46 BTR	9	040S	060W	4301351109	19313	Indian	Fee	OW	P
14-9D-36 BTR	9	030S	060W	4301351144	19004	Indian	Fee	OW	P
5-31D-36 BTR	31	030S	060W	4301351146	18691	Indian	Fee	OW	P
4-9D-45 BTR	9	040S	050W	4301351157	18883	Indian	Indian	OW	P
8-12D-46 BTR	12	040S	060W	4301351159	18911	Indian	Indian	OW	P
LC TRIBAL 16-23D-47	23	040S	070W	4301351180	18617	Indian	Indian	OW	P
14-7D-45 BTR	7	040S	050W	4301351222	18949	Indian	Indian	OW	P
5-16D-45 BTR	16	040S	050W	4301351223	18987	Indian	Indian	OW	P
4-5D-45 BTR	5	040S	050W	4301351242	18882	Indian	Indian	OW	P
LC TRIBAL 16H-19-45	19	040S	050W	4301351278	18627	Indian	Indian	OW	P
LC TRIBAL 13-19D-45	19	040S	050W	4301351280	18628	Indian	Indian	OW	P
LC TRIBAL 5-30D-45	30	040S	050W	4301351281	19448	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC TRIBAL 15-24D-46	24	040S	060W	4301351283	18626	Indian	Indian	OW	P
LC TRIBAL 13H-24-46	19	040S	050W	4301351289	18629	Indian	Indian	OW	P
7-16-47 BTR	16	040S	070W	4301351296	18950	Indian	Fee	OW	P
14-18D-45 BTR	18	040S	050W	4301351313	19005	Indian	Indian	OW	P
LC TRIBAL 16-30D-46	30	040S	060W	4301351320	19006	Indian	Indian	OW	P
LC TRIBAL 5-20D-45	20	040S	050W	4301351331	19449	Indian	Indian	OW	P
11-8D-46 BTR	8	040S	060W	4301351336	19314	Indian	Indian	OW	P
5-7D-45 BTR	7	040S	050W	4301351350	18951	Indian	Indian	OW	P
7-5-35 BTR	5	030S	050W	4301351599	19078	Indian	Fee	OW	P
13-5D-35 BTR	5	030S	050W	4301351600	18996	Indian	Fee	OW	P
11-5D-35 BTR	5	030S	050W	4301351601	19061	Fee	Fee	OW	P
15-5D-35 BTR	5	030S	050W	4301351602	19062	Fee	Fee	OW	P
9-5D-35 BTR	5	030S	050W	4301351609	19029	Indian	Fee	OW	P
3-5D-35 BTR	5	030S	050W	4301351638	19079	Indian	Fee	OW	P
7-8-46 BTR	8	040S	060W	4301351702	19315	Indian	Indian	OW	P
7-30-46 DLB	30	040S	060W	4301351703	18997	Fee	Indian	OW	P
3-13D-46 BTR	13	040S	060W	4301351718	18881	Indian	Indian	OW	P
2-13D-46 BTR	13	040S	060W	4301351719	18885	Indian	Indian	OW	P
12-12D-46 BTR	12	040S	060W	4301351720	18867	Indian	Indian	OW	P
10-12D-46 BTR	12	040S	060W	4301351721	18856	Indian	Indian	OW	P
11-11D-47 BTR	11	040S	070W	4301352091	19633	Fee	Fee	OW	P
7-12D-47 BTR	12	040S	070W	4301352094	19600	Indian	Fee	OW	P
5-12D-47 BTR	12	040S	070W	4301352095	19634	Indian	Fee	OW	P
14-33D-35 BTR	33	030S	050W	4301352162	19450	Indian	Fee	OW	P
16-33D-35 BTR	33	030S	050W	4301352163	19451	Indian	Fee	OW	P
14-22-46 DLB	22	040S	060W	4301333660	17604	Indian	Indian	D	PA
13H-31-36 BTR	31	030S	060W	4301350465	18485	Indian	Fee	OW	PA
16X-23D-36 BTR	23	030S	060W	4301350623	18007	Indian	State	OW	PA
8-6-45 BTR	6	040S	050W	4301350900	18561	Indian	Indian	OW	PA
13-13-36 BTR	13	030S	060W	4301350919	18364	Indian	Fee	OW	PA
7-28-46 DLB	28	040S	060W	4301333569	16460	Indian	Indian	OW	S
5-21-36 BTR	21	030S	060W	4301333641	16674	Indian	Fee	GW	S
13-26-36 BTR	26	030S	060W	4301333980	17569	Indian	Fee	OW	S
14-1-46 BTR	1	040S	060W	4301334113	18516	Indian	Indian	OW	S
16-21-36 BTR	21	030S	060W	4301334130	17721	Indian	Fee	OW	S
14-21-36 BTR	21	030S	060W	4301334131	18006	Indian	Fee	OW	S
7-16-36 BTR	16	030S	060W	4301334133	17834	Indian	Fee	OW	S
1-30-36 BTR	30	030S	060W	4301334134	17905	Indian	Fee	OW	S
16-30-36 BTR	30	030S	060W	4301334135	18005	Indian	Fee	OW	S
3-23-36 BTR	23	030S	060W	4301334137	17860	Indian	Fee	OW	S
16-16-36 BTR	16	030S	060W	4301334138	17666	Indian	Fee	OW	S

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-26-36 BTR	26	030S	060W	4301334139	17620	Fee	Fee	OW	S
9-11-36 BTR	11	030S	060W	4301334276	17451	Indian	Fee	OW	S
3-36-36 BTR	36	030S	060W	4301350398	17955	Indian	Fee	OW	S
7-10-36 BTR	10	030S	060W	4301350437	18052	Indian	Fee	OW	S
16-12D-46 BTR	12	040S	060W	4301350467	18051	Indian	Indian	OW	S
13H-13-46 BTR	13	040S	060W	4301350468	18208	Indian	Indian	OW	S
13-12-46 BTR	12	040S	060W	4301350469	18233	Indian	Indian	OW	S
14-8D-36 BTR	8	030S	060W	4301350612	18163	Indian	Fee	OW	S
14-7D-36 BTR	7	030S	060W	4301350613	18330	Indian	Fee	OW	S
16-9-36 BTR	9	030S	060W	4301350645	18078	Indian	Fee	OW	S
7-27-37 BTR	27	030S	070W	4301350647	18090	Indian	Fee	OW	S
16-12D-37 BTR	12	030S	070W	4301350785	18446	Indian	Fee	OW	S
14-21D-37 BTR	21	030S	070W	4301350859	18548	Indian	Fee	OW	S
10-18D-36 BTR	18	030S	060W	4301350915	18884	Indian	Fee	OW	S
5-27D-36	27	030S	060W	4301350917	18482	Indian	State	OW	S
10-36D-36 BTR	36	030S	060W	4301351005	18523	Indian	Fee	OW	S
14-6D-45 BTR	6	040S	050W	4301351158	18967	Indian	Indian	OW	S
5H-1-46 BTR UTELAND BUTTE	6	040S	050W	4301351215	18728	Indian	Indian	OW	S
5H-1-46 BTR WASATCH	6	040S	050W	4301351216	18727	Indian	Indian	OW	S
1-25D-36 BTR	25	030S	060W	4301351294	18798	Indian	Fee	OW	S
5-5D-35 BTR	5	030S	050W	4301351605	19055	Indian	Fee	OW	S
16-23-36 BTR	23	030S	060W	4301333971	17182	Indian	Fee	OW	TA
LC TRIBAL 14-23D-47	23	040S	070W	4301334022	18616	Indian	Indian	OW	TA
5-32D-36 BTR	32	030S	060W	4301350756	18328	Indian	Fee	OW	TA



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone: (801) 683-4245
Fax: (801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
(see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
(see attached well list)

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL
OIL WELL ☒ GAS WELL ☐ OTHER _____

2. NAME OF OPERATOR:
RIG II, LLC N4055

3. ADDRESS OF OPERATOR:
1582 West 2600 South CITY Wood Cross STATE UT ZIP 84087 PHONE NUMBER: (801) 683-4245

4. LOCATION OF WELL
FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 11/1/2016	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
801-683-4245
(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N4165
Duane Zavala NAME (PLEASE PRINT)
Duane Zavala SIGNATURE
Senior Vice President -
EH&S, Government and Regulatory Affairs

RIG II, LLC
Jesse McSwain NAME (PLEASE PRINT)
Jesse McSwain SIGNATURE
Manager

NAME (PLEASE PRINT) Jesse McSwain TITLE Manager
SIGNATURE Jesse McSwain DATE 10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

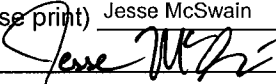
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-LUDGM / UTB000712-BLM / LPM9224670-BIA</small>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
Signature  Date 10/20/16
Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

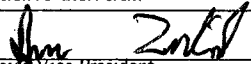
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

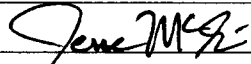
Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

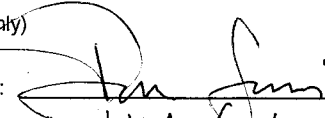
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION	Name: Duane Zavadii
Address: 1099 18th Street Ste 2300	Signature: 
city DENVER state CO zip 80202	Senior Vice President -
Phone: (303) 293-9100	Title: EH&S, Government and Regulatory Affairs
Comments:	Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC	Name: Jesse McSwain
Address: 1582 West 2600 South	Signature: 
city Wood Cross state UT zip 84087	Title: Manager
Phone: (801) 683-4245	Date: 10/20/16
Comments:	

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

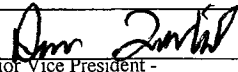
TRANSFER OF AUTHORITY TO INJECT

Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

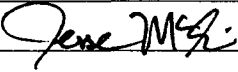
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:


Name: Duane Zavadii
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

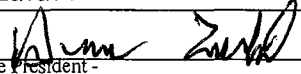
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

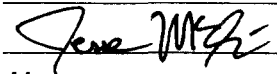
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadi</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President - EH&S, Government and Regulatory Affairs</u>
Phone: <u>(303) 293-9100</u>	Date: <u>10/20/16</u>
Comments:	

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

*This well was approved by USEPA.
EPA approval will be required.*